



102023241

To the Honorable Commissioner of Patents and Trademarks of the United States of America

Attached original documents or copy

1. Name of conveying party(ies):

2. Name and Address of receiving party(ies):

The Quikrete Companies

3.4.02

Name: The Quikrete Companies, Inc.
Internal Address: One Securities Centre
Street Address: One Piedmont Road, N.E., Suite 1300
City Atlanta Country Georgia ZIP 30305

Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State (Ohio)
Other

Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State (Delaware)
Other

Additional name(s) of conveying party(ies) attached?
Yes [] No [X]

If assignee is not domiciled in the United States, a domestic representative designation is attached:
Yes [] No []
(Designation must be a separate document from Assignment)

3. Nature of Conveyance:

Assignment [] Merger [X]
Security Agreement [] Change of Name [X]
Other []

Execution Date: December 29, 1999

Additional name(s) & address(es) attached? Yes [] No [X]

4. Application number(s) or registration number(s)

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,374,377

Additional numbers attached? [X] Yes [] No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Belinda L. Reynolds, Legal Assistant

Internal Address:

Porter, Wright, Morris & Arthur LLP

Street Address: 41 South High Street

City: Columbus State: OH ZIP: 43215

6. Total number of applications and registrations involved: 29

7. Total fee (37 CFR 3.41): \$740.00

[X] Enclosed

[] Authorized to be charged to deposit account

8. Deposit account number: 16-2326

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original documents.

Karen F. Hammond
Name of Person Signing

Signature

February 20, 2002
Date

Total number of pages comprising cover sheet: 2

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

03/19/2002 10BYRNE 00000305 2374377

01 FC:481
02 FC:482
COLUMBUS/953093.01

40.00 DP
700.00 DP

Box Assignments
Director - U.S. Patent and Trademark Office
Washington, D.C. 20231

Registration Nos.

2,077,531
1,740,593
1,559,029
1,430,263
1,412,362
1,412,361
1,411,003
1,410,991
1,411,918
1,413,389
1,413,388
1,412,360
1,412,839
1,409,066
1,411,329
1,384,308
1,124,922
1,076,956
1,068,535
1,046,571
1,042,903
1,060,758
850,050
834,968
645,005
648,783
608,582
391,990

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE QUIKRETE COMPANIES", A OHIO CORPORATION,
WITH AND INTO "QCI MERGER CO." UNDER THE NAME OF "THE QUIKRETE COMPANIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 2:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2000.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1495180

DATE: 12-11-01

3143019 8100M

010632392

TRADEMARK
REEL: 002469 FRAME: 0739

**CERTIFICATE OF MERGER
OF
THE QUIKRETE COMPANIES
(an Ohio corporation)
INTO
QCI MERGER CO.
(a Delaware corporation)**

The undersigned, a duly authorized officer of QCI Merger Co., a Delaware corporation, as surviving corporation of the merger, pursuant to Section 252 of the Delaware General Corporation Law, as amended, hereby executes this Certificate of Merger:

ARTICLE I.

The names of the corporations which are parties to the merger are QCI Merger Co., a Delaware corporation, and The QUIKRETE Companies, an Ohio corporation (collectively, the "Constituent Companies"). The laws of the jurisdiction of each of the Constituent Companies permit this merger and each of the Constituent Companies has complied with that law in effecting the merger.

ARTICLE II.

The Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the Constituent Companies in accordance with Section 252(c) of the Delaware General Corporation Law and the Ohio General Corporation Law.

ARTICLE III.

The name of the surviving corporation is QCI Merger Co., a Delaware corporation (the "Surviving Corporation").

ARTICLE IV.

The merger shall become effective on January 1, 2000, at 12:01 A.M. Eastern Standard Time (such date and time referred to herein as the "Effective Date of the Merger").

ARTICLE V.

The Certificate of Incorporation of QCI Merger Co. shall be the Certificate of Incorporation of the Surviving Corporation, except that, upon the Effective Date of the Merger, the name of the Corporation shall be changed by amending Article I

of the Certificate of Incorporation of QCI Merger Co. to read as follows:

"The name of the Corporation is The QUIKRETE Companies, Inc."

ARTICLE VI.

The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation located at 2987 Clairmont Road, Suite 500, Atlanta, Georgia 30329.

ARTICLE VII.

A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Company.

ARTICLE VIII.

The authorized capital stock of each Constituent Company which is not a corporation of the State of Delaware is as follows:

<u>Constituent Corporation</u>	<u>Authorized Capital Stock and Par Value</u>		
	<u>Class</u>	<u>Amount</u>	<u>Par Value</u>
The QUIKRETE Companies	Voting Common Stock	25,000	None
	Preferred Stock	25,000	None

[SIGNATURE PAGE FOLLOWS]