

04-28-2003

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Valley Aluminum Co. **4-203**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

3. Nature of conveyance
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: Effective December 31, 2002

2. Name and address of receiving party(ies)
Name: Allmet Building Products, L.P.
Internal Address: _____ **APR 2 2003**
Street Address: 227 S. Town East Blvd.
City: Mesquite State: TX Zip: 75149

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership Texas limited partnership
 Corporation-State _____
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2,002,399

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Carl C. Butzer, Esq.
Internal Address: Jackson Walker L.L.P.
Street Address: 901 Main Street, Suite 6000
City: Dallas State: TX Zip: 75202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(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 document.

Don Stefanik Don Stefanik 3/31/03
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

04/25/2003 6TON11 00000113 2002399 01 FC:8521 3335559 40.00 DP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002718 FRAME: 0929

STATE OF ARIZONA
ACC/FAX
DATE DELIVERED

DEC 30 2002

FILED 12/30/02
TERM TIME
BY Christine R. ...
EFF. 12/31/02

ARTICLES OF MERGER

OF

VALLEY ALUMINUM CO. - 0084476-0

AND

ALLMET BUILDING PRODUCTS, L.P. (M-1059264-2 no record)

To the Arizona Corporation Commission
State of Arizona

Pursuant to the provisions of Chapters 1 through 17 of Title 10, Arizona Revised Statutes, the domestic corporation and the foreign limited partnership herein named do hereby submit the following Articles of Merger.

1. This document is submitted for the purpose of merging Valley Aluminum Co., a business corporation organized under the laws of the State of Arizona, with and into Allmet Building Products, L.P., a limited partnership organized under the laws of the state of Texas, as approved by resolution adopted at a meeting by the Board of Directors of Valley Aluminum Co. on December 1, 2002 and by Allmet Building Products, L.P. as duly authorized by all action required by the laws under which it was formed or organized and by its constituent documents.

2. The surviving limited partnership is not authorized to transact business in the State of Arizona. The name of the surviving limited partnership is Allmet Building Products, L.P., and the name and the address of its known place of business in the jurisdiction in which it is domiciled is 227 S. Town East Blvd., Mesquite, Texas.

3. The name and the address of the statutory agent of Allmet Building Products, L.P. in the State of Arizona are Arizona Corporation Commission, [NOTE: Here insert the current address of the Arizona Corporation Commission. This address can be obtained from any CSC Customer Service Representative]

4. The merger herein provided for is permitted by the laws of the jurisdiction of organization of Allmet Building Products, L.P. and is in compliance with said laws.

5. In respect of Valley Aluminum Co., the designation, the number of outstanding shares, and the number of votes entitled to be cast by each voting group entitled to vote on the Plan of Merger, are as follows:

TOTAL P.

- (a) Common Stock: 50,000 shares
- (b) Number of outstanding shares of voting group: 32,000 shares
- (c) Number of votes of voting group entitled to be cast by each voting group entitled to vote on the merger: 32,000 shares

6. In respect of Valley Aluminum Co., the total number of undisputed votes cast for the Plan of Merger by each voting group entitled to vote on the said Plan of Merger is as follows:

- (a) Designation of voting group: Outstanding Common Stock
- (b) Number of undisputed votes of voting group cast for merger: 32,000.

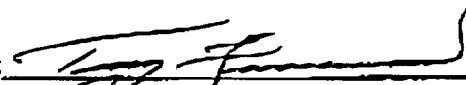
7. The said number of votes cast for the said Plan of Merger was sufficient for the approval thereof by the said voting group.

8. The address to which the Arizona Corporation Commission may forward a copy of any process served on it against the surviving corporation is 227 South Town East Blvd., Mesquite, Texas 75149

. The effective time and date of the merger herein provided in the State of Arizona shall be 11:59 p.m. on December 31, 2002.


Executed on 14th day of December, 2002.

VALLEY ALUMINUM CO.

By: 
 Name: Terry L. Freeman
 Capacity: Vice President

ALLMET BUILDING PRODUCTS, L.P.

By: Allmet GP, Inc., as its
 general partner

By: 
 Name: Terry L. Freeman
 Capacity: Vice President