

04-28-2003

Tab settings



To the honorable Commissioner of P.

102432750

ed original documents or copy thereof.

1. Name of conveying party(ies):

Texas Aluminum Industries, Inc.

4.7.03

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

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

3. Nature of conveyance

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

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)  
See Attached Exhibit A

B. Trademark Registration No.(s)  
See Attached Exhibit A

1402546

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: 18

7. Total fee (37 CFR 3.41) .....\$ 465.00

- 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 Stefank  
Name of Person Signing

Don Stefank  
Signature

3/31/03  
Date

Total number of pages including cover sheet, attachments, and document: 6

04/25/2003 GTON11 00000114 1802546

01 FC:8521  
02 FC:8522 3335581

40.00 DP  
425.00 DP

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

3335581v1

TRADEMARK  
REEL: 002719 FRAME: 0084

**EXHIBIT A**

<u>Mark</u>	<u>Registration No.</u>	<u>Application Serial No.</u>
ATLAS		76/026,314
CATALINA	1,802,546	
DAYSTAR	1,859,445	
EXCEL	2,022,729	
HOME-SMART		75/873,267
PANEL-VIEW	1,140,214	
PARAGON	1,994,620	
PATTI PORT (Stylized)	656,987	
REGAL	1,783,215	
SCOTTI SKIRT and Design	986,743	
SHA-DALL	1,470,419	
SOLAR III	2,165,567	
SPECTRUM	2,278,850	
STARLIGHT	1,803,742	
SUNDANCE	1,833,647	
SUNQUEST	1,945,586	
"THE WESTERN ROOM"	970,513	
ULTRA-RAIL	2,503,727	

3335578v1/101667v1



## Office of the Secretary of State

### CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

**TEXAS ALUMINUM INDUSTRIES, INC.**  
Domestic Business Corporation  
[Filing Number: 15625100]

Into

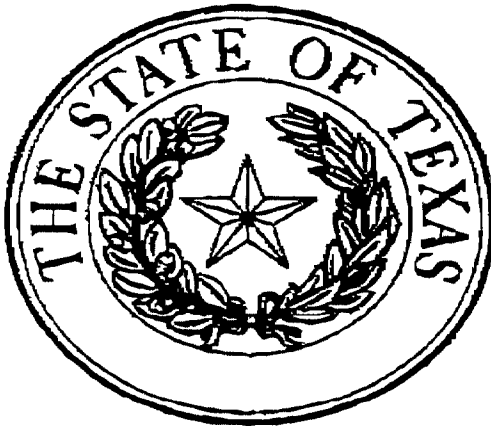
**ALLMET BUILDING PRODUCTS, LP**  
Domestic Limited Partnership (LP)  
[Filing Number: 12926710]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated: 12/27/2002

Effective: 12/31/2002 @ 11:59 p.m.



Handwritten signature of Gwyn Shea in cursive script.

Gwyn Shea  
Secretary of State

**CERTIFICATE OF MERGER  
OF  
TEXAS ALUMINUM INDUSTRIES, INC.  
INTO  
ALLMET BUILDING PRODUCTS, L.P.**

**FILED  
In the Office of the  
Secretary of State of Texas  
DEC 27 2002  
Corporations Section**

Pursuant to Section 2.11 of the Texas Revised Limited Partnership Act (the "TRLPA") and Article 5.04 of the Texas Business Corporation Act (the "TBCA"), the undersigned entities submit the following Certificate of Merger for filing and certify that:

1. The name and jurisdiction of formation or organization of each of the domestic limited partnerships and other business entities which are to merge are:

Name	Jurisdiction	Form
Texas Aluminum Industries, Inc.	Texas	Corporation
Allmet Building Products, L.P.	Texas	LP

2. A plan of merger has been approved by each of the constituent entities which are to merge.

3. The name of the surviving entity is: Allmet Building Products, L.P.

4. The merger shall become effective on December 31, 2002 at 11:59 p.m. Central Standard Time.

5. No amendments to the Certificate of Limited Partnership of Allmet Building Products, L.P., the surviving entity, are to be effected by the merger.

6. An executed copy of the Plan of Merger is on file at the principal place of business of Allmet Building Products, L.P., located at 227 South Town East Blvd., Mesquite, Texas 75149.

7. A copy of the Plan of Merger has been furnished to each partner in each domestic limited partnership that is a party to the merger, in accordance with Section 2.11 of the TRLPA, and will be furnished, on written request and without cost, to any shareholder of each domestic corporation that is a party to or created by the Plan of Merger, in accordance with Articles 5.04 of the TBCA.

8. As to each constituent corporation the approval of whose shareholders is required, the number of shares outstanding and the number of shares voted for and against the Plan of Merger are as follows:

Name of Corporation	Shares Outstanding	Shares Voted For	Shares Voted Against
Texas Aluminum Industries, Inc.	1	1	0

9. As to each of the constituent entities, the Plan of Merger was duly authorized by all action required by the laws under which it was formed or organized and by its constituent documents.

**[SIGNATURE PAGE FOLLOWS]**

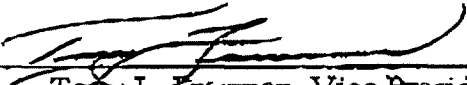
IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 19 day of December, 2002, and is being filed in accordance with Section 2.11 of the Texas Revised Limited Partnership Act and Article 5.04 of the Texas Business Corporation Act by the undersigned.

**ALLMET BUILDING PRODUCTS, L.P.**

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

By:   
Terry L. Freeman, Vice President

**TEXAS ALUMINUM INDUSTRIES,  
INC.**

By:   
Terry L. Freeman, Vice President