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

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

1. Name of conveying party(ies): MAAX (Machine, QC) Inc.

- 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 Dissolution

Execution Date: 12-31-01

2. Name and address of receiving party(ies) Name: MAAX Canada Inc.

Internal Address: 640 Cameron

Street Address: Ste-Marie-De-Beauce

City: Quebec State: Zip: H1J 2N1

- Individual(s) citizenship, Association, General Partnership, 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) 1267872

Additional number(s) attached Yes No

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

Name: Thomas W. Brooke

Internal Address: Holland & Knight LLP Suite 100

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

Street Address: 2099 Pennsylvania Avenue N.W.

City: Washington State: DC Zip: 20006

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Carolyn Felter Signature

5-1-03

Date

Total number of pages including cover sheet, attachments, and document: 4

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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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# *CERTIFICATE OF AMENDMENT*


***Companies Act, Part IA***  
*(R.S.Q., chap. C-38)*

I hereby certify that the company

**MAAX (LACHINE, QC) INC.**

amended its articles on **OCTOBER 5, 1999**, under part IA of the Companies Act, as indicated in the enclosed articles of amendment.

***Filed to the register on October 7, 1999***  
***under number 1147712740***



Inspecteur  
général  
des institutions  
financières

QUÉBEC

(signed)

Inspector General of Financial Institutions

**OFFICE TRANSLATION  
OF ARTICLES OF AMENDMENT  
(EXTRACTS)**

[...]

Section 3 : *The articles of the company are amended as follows :*

*The name of the company is changed to be from now on :*

*“MAAX (Lachine, QC) Inc.”*

[...]

Section 5 : *Previous name of the company before the amendment, if different from the name mentioned in Section 1*

*MAAX SPARTAN INC.*

[...]

**OFFICE TRANSLATION**  
**OF AN ASSIGNMENT AGREEMENT**  
**(EXTRACTS)**

*AGREEMENT executed in Sainte-Marie (Québec) to take effect on December 31, 2001, at 11:59 p.m.*

*BETWEEN : MAAX (LACHINE, QC) INC. [...] (named hereafter, the «Company»)*

*AND : MAAX CANADA INC. [...] (named hereafter, the «Shareholder»)*

*[...]*

*B) The Company wishes to proceed to its voluntary dissolution in accordance with sections 28 and 28.1 of the Companies Act.*

*[...]*

*C) The Company must, before proceeding to its voluntary dissolution, assign all of its assets to the Shareholder [...]*

*IN CONSEQUENCE, THE PARTIES HEREBY AGREE AS FOLLOWS :*

*1.1 In order to proceed with its voluntary dissolution in accordance with sections 28 and 28.1 of the Companies Act, the Company assigns and transfers to the Shareholder, the later hereby accepting, to take effect on December 31, 2001, at 11:59 p.m [...] all of its assets [...]*