

Form PTO-1595 (Rev. 06/04)
OMB Collection 0561-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
The CY Acquisition Company

Individuals Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Citizenship (see guidelines) _____
 Execution Date(s) February 10, 2004
 Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: The Contractor Yard, Inc.
 Internal Suite 400
 Address: _____
 Street Address: 2711 Centerville Road
 City: Wilmington
 State: Delaware
 Country: United States Zip: 19808

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Delaware
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate documents from assignment)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s) _____
 B. Trademark Registration No.(s): 1,895,765 and 1,915,663

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Linda A. O. Lamberson, Esq.
 Internal Address: McDermott Will & Emery LLP
 Street Address: 227 W. Monroe Street, Suite 4400
 City: Chicago
 State: Illinois Zip: 60606
 Phone Number: 312.372.2000
 Fax Number: 312.984.7700
 Email Address: llamberson@mwe.com

6. Total number of application and registrations involved: 2


7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number 13-0206
 Authorized User Name McDermott Will & Emery LLP

9. Signature:  January 7, 2005

 Signature Date
 Linda A. O. Lamberson, Esq.
 Name of Person Signing

Total number of pages included cover sheet, attachments, and document 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CHI \$66.00 130206 1896766

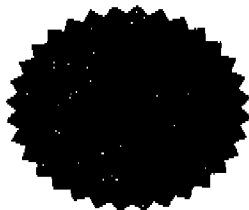
Delaware

PAGE 1

The First State

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 AMENDMENT OF "THE CY ACQUISITION CORP.", CHANGING ITS NAME FROM "THE CY ACQUISITION CORP." TO "THE CONTRACTOR YARD, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF FEBRUARY, A.D. 2004, AT 6:26 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2923787

DATE: 02-11-04

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TRADEMARK
REEL: 003008 FRAME: 0995

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:26 PM 02/10/2004
FILED 06:26 PM 02/10/2004
SRV 040093482 - 3727795 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE CY ACQUISITION CORP.**

The CY Acquisition Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of The CY Acquisition Corp., by the written consent of the sole director, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of The CY Acquisition Corp. be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

The name of this Corporation is: The Contractor Yard, Inc.

SECOND: That the sole stockholder has given its written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by Frederick M. Marino, an Authorized Officer, this 9th day of February, 2004.

By: /s/ Frederick M. Marino
Name: Frederick M. Marino
Title: President