

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/27/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Builders FirstSource -- BuilderWay, Inc.	FORMERLY BuilderWay, Inc.	09/27/2001	CORPORATION: SOUTH CAROLINA

RECEIVING PARTY DATA

Name:	Builders FirstSource -- Southeast Group, Inc.
Street Address:	P.O. Box 47
City:	Greenville
State/Country:	SOUTH CAROLINA
Postal Code:	29602
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1284703	BUILDER WAY
Registration Number:	1284702	

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 7145401235
 Email: ipdocket@lw.com
 Correspondent Name: Latham & Watkins LLP
 Address Line 1: 650 Town Center Drive, Suite 2000
 Address Line 4: Costa Mesa, CALIFORNIA 92626

NAME OF SUBMITTER:	Patricia A. Conner
Signature:	/Patricia A. Conner/

Date:

02/09/2005

Total Attachments: 2

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**BUILDERS FIRSTSOURCE - BUILDERWAY, INC.
BUILDERS FIRSTSOURCE - SHAW, INC., AND
BUILDERS FIRSTSOURCE - SUNBELT, INC.**

INTO

BUILDERS FIRSTSOURCE - SOUTHEAST GROUP, INC.

* * * * *

Builders FirstSource - Southeast Group, Inc., a corporation organized and existing under the laws of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated on the 26th day of September, 1995 pursuant to the Delaware General Corporation Law.

SECOND: That the Corporation owns all of the outstanding shares of the stock of Builders FirstSource - Builderway, Inc., a corporation incorporated on the 15th day of May, 1980 pursuant to Title 33 of the South Carolina Code of 1976.

THIRD: That the Corporation owns all of the outstanding shares of the stock of Builders FirstSource - Shaw, Inc., a corporation incorporated on the 23rd day of September, 1981 pursuant to Title 33 of the South Carolina Code of 1976.

FOURTH: That the Corporation owns all of the outstanding shares of the stock of Builders FirstSource - Sunbelt, Inc., a corporation incorporated on the 12th day of July, 1988 pursuant to the General Corporation Law of the State of Delaware.

FIFTH: That the Corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting of the Board on the 22nd day of August, 2001, determined to merge into itself said Builders FirstSource - Builderway, Inc., Builders FirstSource - Shaw, Inc., and Builders FirstSource - Sunbelt, Inc.

RESOLVED, that the Corporation merge, and it hereby does merge into itself Builders FirstSource - Builderway, Inc., Builders FirstSource - Shaw, Inc., and Builders FirstSource - Sunbelt, Inc. and assume all of their obligations; and

FURTHER RESOLVED, that the merger shall be effective on September 30, 2001; and

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Builders FirstSource - Builderway, Inc., Builders FirstSource - Shaw, Inc., and Builders FirstSource - Sunbelt, Inc. and assume their liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

SIXTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated or abandoned by the Board of Directors of the Corporation at any time prior to the time that this merger being filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, said Builders FirstSource - Southeast Group, Inc. has caused this Certificate to be signed by Donald F. McAleenan, its Senior Vice President, this 22nd day of August 2001.

BUILDERS FIRSTSOURCE -
SOUTHEAST GROUP, INC.

By: Donald F. McAleenan
Donald F. McAleenan
Senior Vice President