

Form PTO-1594 (Rev. 06/04)  
OMB Collection 0651-0027 (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):**  
JGA Corp.

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

Citizenship (see guidelines) Georgia

Execution Date(s) December 15, 2004

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**  Yes  
Additional names, addresses, or citizenship attached?  No

Name: J.G.A. Beacon, Inc.  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: 2200 Cook Drive  
City: Atlanta  
State: Georgia  
Country: U.S.A. Zip: 30340

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 document 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) 1,963,994 and 1,963,996

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**  
DEALER'S CHOICE  
DEALER'S CHOICE & Design

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

Name: Wendy L. Robertson  
Internal Address: Alston & Bird LLP  
Street Address: 1201 W. Peachtree Street  
City: Atlanta  
State: Georgia Zip: 30309-3424  
Phone Number: 404-881-7000  
Fax Number: 404-881-7777  
Email Address: ipatl@alston.com

**6. Total number of applications 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 16-0605  
Authorized User Name Alston & Bird LLP

**9. Signature:** Wendy L. Robertson 2/21/05  
Signature Date

Wendy L. Robertson  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

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

CH \$65.00 160605 1963994

# Delaware

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*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 MERGER, WHICH MERGES:

"J.G.A. CORP.", A GEORGIA CORPORATION,

WITH AND INTO "J.G.A. BEACON, INC." UNDER THE NAME OF "J.G.A. BEACON, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF DECEMBER, A.D. 2004, AT 4:08 O'CLOCK P.M.

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



3888609 8100M

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3552478

DATE: 12-15-04

TRADEMARK

REEL: 003043 FRAME: 0208

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:13 PM 12/15/2004  
FILED 04:08 PM 12/15/2004  
SRV 040909381 - 3888609 FILE

**CERTIFICATE OF MERGER  
OF  
J. G. A. CORP.  
(a Georgia corporation)  
WITH AND INTO  
J.G.A. BEACON, INC.  
(a Delaware corporation)**

Pursuant to Section 252(c) of the  
General Corporation Law of the State of Delaware

J.G.A. Beacon, Inc., a Delaware corporation, hereby certifies that:

- 1. The constituent companies (the "Constituent Companies") and their states of incorporation of the merger affected hereby (the "Merger") are as follows:

Name	State of Incorporation
J.G.A. Beacon, Inc.	Delaware
J. G. A. Corp.	Georgia

2. The Agreement and Plan of Merger (the "Agreement"), dated as of December 15, 2004, by and among J.G.A. Beacon, Inc., Beacon Roofing Supply, Inc., J. G. A. Corp., and the shareholders of J. G. A. Corp., J. G. A. Corp. has been approved, adopted, certified, executed and acknowledged by the Constituent Companies in accordance with the provisions of Section 252(c) of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is J.G.A. Beacon, Inc., a Delaware corporation.

4. The Certificate of Incorporation of J.G.A. Beacon, Inc. shall be the certificate of incorporation of the surviving corporation.

5. The executed Agreement is on file at the principal office of J.G.A. Beacon, Inc. at 2200 Cook Drive, Atlanta, Georgia 30340.


6. A copy of the Agreement will be furnished by the surviving corporation, J.G.A. Beacon, Inc. on request and without cost, to any stockholder of any Constituent Companies.

7. The authorized capital stock of the Constituent Companies is as follows:

Corporation	Voting Common Stock, Par Value Per Share	Nonvoting Common Stock, Par Value Per Share
J.G.A. Bencon, Inc.	1,000 shares, \$1.001 par value	none
J. G. A. Corp.	500,000 shares, \$1.00 par value	250,000 shares, \$1.00 par value

IN WITNESS WHEREOF, J.G.A. Beacon, Inc. has caused this Certificate to be executed by its Secretary as of the 15<sup>th</sup> day of December, 2004. -

J.G.A. BEACON, INC.  
a Delaware Corporation

By:   
Name: David Groce  
Title: Vice President - Finance, Treasurer/  
Chief Financial Officer and Secretary

ATL01/11809010v1