

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Eljer Two LLC		07/01/2005	LTD LIAB JT ST CO: DELAWARE

RECEIVING PARTY DATA

Name:	Eljer, Inc.
Street Address:	5200 Town Center Circle, Suite 470
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33486
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2325784	DURACORE
Registration Number:	1743012	ELJER
Registration Number:	2556839	THOSE WHO KNOW BETTER, KNOW ELJER
Registration Number:	821876	PERMA-MAT
Registration Number:	774367	LJ
Serial Number:	78647029	TITAN

CORRESPONDENCE DATA

Fax Number: (312)660-0471
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-861-6371
 Email: rprescan@kirkland.com
 Correspondent Name: Renee Prescan
 Address Line 1: 200 E. Randolph Drive

CH \$165.00 2325784

Address Line 2: Kirkland & Ellis LLP
Address Line 4: Chicago, ILLINOIS 60601

NAME OF SUBMITTER:	Michael G. Fatall
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Signature:	/Michael G. Fatall/
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Date:	07/13/2005
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Total Attachments: 4
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Delaware

PAGE 1

The First State

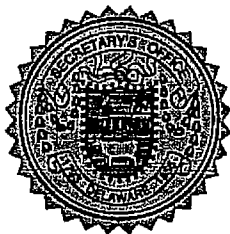
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ELJER TWO LLC", A DELAWARE LIMITED LIABILITY COMPANY,
WITH AND INTO "ELJER, INC." UNDER THE NAME OF "ELJER, INC.",
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 2005, AT 2:21 O'CLOCK P.M.

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

3967605 8100M

050551600



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3995436

DATE: 07-01-05

TRADEMARK
REEL: 003120 FRAME: 0495

CERTIFICATE OF MERGER

OF

ELJER TWO LLC
(a Delaware limited liability company)

WITH AND INTO

ELJER, INC.
(a Delaware corporation)

*In accordance with the provisions of §264 of the
General Corporation Law of the
State of Delaware*

Eljer, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), desiring to merge Eljer Two LLC, a Delaware limited liability company, with and into itself, pursuant to the provisions of §264 of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

FIRST: The name and state of incorporation or organization of each constituent entity of the merger (the "Merger") are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION/ORGANIZATION</u>
Eljer, Inc.	Delaware
Eljer Two LLC	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each constituent corporation, in accordance with the requirements of §264 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the Merger is Eljer, Inc. (the "Surviving Corporation"). The Certificate of Incorporation of the Corporation as in effect at the effective time of the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

FOURTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, 5200 Town Center Circle, Suite 470, Boca Raton, FL 33486, and a copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any constituent corporation.

FIFTH: The Merger shall be effective immediately upon filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

* * * * *

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent corporations, pursuant to the General Corporation Law of the State of Delaware, has caused this Certificate of Merger to be executed in its corporate name this 1st day of July, 2005.

ELJER INC.,
a Delaware corporation

By: /s/ Michael J. McConvery
Its: Vice President