

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/21/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
USA Deck, Inc.		12/21/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	U.S. Remodelers, Inc.
Street Address:	405 State Highway 121 Bypass, Bldg. A, Ste. 250
City:	Lewisville
State/Country:	TEXAS
Postal Code:	75067
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	1489348	DESIGNER DECKS
Registration Number:	1519195	DESIGNER DECKS
Registration Number:	1490192	DD
Registration Number:	1410546	DESIGNER DECKS
Registration Number:	1647664	DECK-MATE
Registration Number:	1642298	SUNCLOSURE
Registration Number:	2005787	INVISANAIL
Registration Number:	2049674	DECK-MAN
Registration Number:	2333972	USA DECK
Registration Number:	2490379	HOMETOWN LUMBER
Serial Number:	76095434	
Serial Number:	76095435	RHINO P.A.C.K.
Registration Number:	2570923	DECK AMERICA

CH \$365.00 1489348

Registration Number: 2570924 DECK AMERICA

CORRESPONDENCE DATA

Fax Number: (214)661-6609

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 214-953-5902

Email: cbutzer@jw.com

Correspondent Name: Carl C. Butzer

Address Line 1: 901 Main Street, Suite 6000

Address Line 4: Dallas, TEXAS 75202

ATTORNEY DOCKET NUMBER: 109224.1

NAME OF SUBMITTER: Carl C. Butzer

Signature: /Carl C. Butzer/

Date: 01/12/2006

Total Attachments: 3

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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:

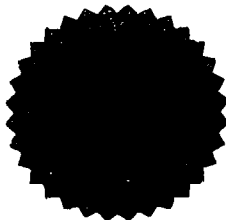
"USA DECK, INC.", A DELAWARE CORPORATION,
WITH AND INTO "U.S. REMODELERS, INC." UNDER THE NAME OF "U.S. REMODELERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2005, AT 6:35 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:59 O'CLOCK P.M.

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

2709848 9100M

051055710



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4402196

DATE: 12-23-05

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 07:03 PM 12/22/2005
 FILED 06:35 PM 12/22/2005
 SRV 051055710 - 2709848 FILE

**CERTIFICATE OF MERGER
 OF
 USA DECK, INC
 INTO
 U.S. REMODELERS, INC.**

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law (the "DGCL") U.S. Remodelers, Inc., a Delaware corporation (hereinafter "USRI"), certifies that:

First: The name and state or jurisdiction of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State</u>
USA Deck, Inc.	Delaware
U.S. Remodelers, Inc.	Delaware

Second: An Agreement and Plan of Merger by and between U.S. Home Systems, Inc., a Delaware corporation (hereinafter "U.S. Home"), USA Deck, Inc., a Delaware corporation and wholly owned subsidiary of U.S. Home (hereinafter "USA Deck") and USRI, a Delaware corporation and a wholly owned subsidiary of U.S. Home, dated December 16, 2005, (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by U.S. Home and each of the constituent corporations in accordance with the requirements of Section 251 of the DGCL.

Third: The name of the surviving corporation of the merger is U.S. Remodelers, Inc., a Delaware corporation.

Fourth: The Restated Certificate of Incorporation of U.S. Remodelers, Inc., a Delaware corporation which is the surviving corporation shall be the Certificate of Incorporation of the surviving corporation.

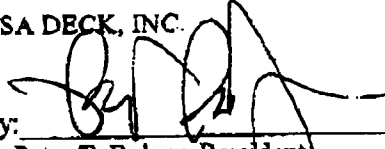
Fifth: The executed Merger Agreement is on file at the principal place of business of USRI, the address of which is 405 State Highway 121 Bypass, Building A, Suite 250, Lewisville, TX 75067.

Sixth: A copy of the Merger Agreement will be furnished by USRI, on request and without cost, to any stockholder of any constituent corporation.

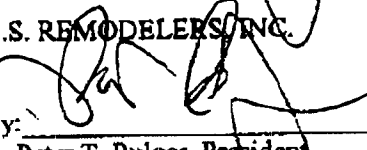
Seventh: Pursuant to Section 103(d) of the DGCL, this merger shall be effective at 11:59 pm Eastern time on December 31, 2005.

Executed this 21st day of December, 2005.

USA DECK, INC.

By: 
Peter T. Bulger, President

U.S. REMODELERS, INC.

By: 
Peter T. Bulger, President