

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Weather-Rite, Inc.		01/24/2006	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Weather-Rite LLC		
Street Address:	1250 William Street		
City:	Buffalo		
State/Country:	NEW YORK		
Postal Code:	14240		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2291336	CUSTOM AIR-RITE BY WEATHER-RITE	
Registration Number:	1491013	WEATHER-RITE	
Registration Number:	1085443	THERM-O-CELL	
CORRESPONDENCE DATA			
Fax Number:	(585)899-2931		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(585) 899-2930		
Email:	trademarks@jaeckle.com		
Correspondent Name:	Jaeckle Fleischmann & Mugel, LLP		
Address Line 1:	190 Linden Oaks		
Address Line 4:	Rochester, NEW YORK 14625		
ATTORNEY DOCKET NUMBER:	60765-136405		
NAME OF SUBMITTER:	Jeffrey H. LaBarge		
Signature:	/jeffrey h. labarge/		

CH \$90.00 2291336

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TRADEMARK
REEL: 003238 FRAME: 0180

Date:

01/27/2006

Total Attachments: 4

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TRADEMARK ASSIGNMENT

WHEREAS, **WEATHER-RITE, INC.**, a Minnesota corporation, ("Assignor"), has adopted, owns and is using the Marks set forth below (the "Marks") in connection with various goods and/or services;

WHEREAS, Assignor owns the following Federal registrations for the Marks on the Principal Register of the United States Patent and Trademark Office for the goods and/or services identified therein;

Mark	Reg. No.	Reg. Date
CUSTOM AIR-RITE BY WEATHER-RITE	2291336*	11/9/99
<i>Weather-Rite</i>	1491013	6/7/88
THERM-O-CELL	1085443	2/14/78

* Subject to Section 8 filing, for which the grace period expires May 9, 2006.

WHEREAS, **W.R. ROBERTS ACQUISITION LLC**, a Delaware limited liability company ("Assignee"), desires to acquire the Marks and the above-referenced registrations;

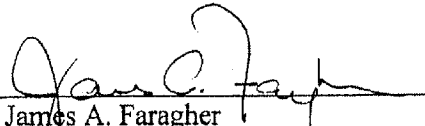
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations thereof.

(Signature page follows)

795680.3

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed by its duly authorized officer as of January 24, 2006.

WEATHER-RITE, INC.

By: 
Name: James A. Faragher
Title: President and Chief Executive Officer

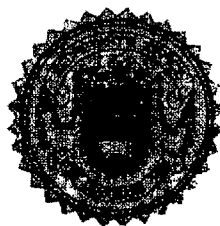
(Signature Page to Trademark Assignment)

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 "W.R. ROBERTS ACQUISITION LLC", CHANGING ITS NAME FROM "W.R. ROBERTS ACQUISITION LLC" TO "WEATHER-RITE LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2006, AT 1:33 O'CLOCK P.M.



4090525 8100

060068050

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4472071

DATE: 01-24-06

TRADEMARK

REEL: 003238 FRAME: 0184

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:44 PM 01/24/2006
FILED 01:33 PM 01/24/2006
SRV 060068050 - 4090525 FILE

CERTIFICATE OF AMENDMENT

OF

W.R. ROBERTS ACQUISITION LLC

1. The name of the limited liability company is W.R. ROBERTS ACQUISITION LLC.

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

1. The name of the limited liability company is WEATHER-RITE LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of W.R. ROBERTS ACQUISITION LLC this 24th day of January 2006.


SUSAN E. HARLOS, AUTHORIZED PERSON