

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/20/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lee Masonry Products, LLC		03/20/2006	LIMITED LIABILITY COMPANY: KENTUCKY

RECEIVING PARTY DATA

Name:	Lee Masonry Products, Inc.
Street Address:	4301 Industrial Drive
City:	Bowling Green
State/Country:	KENTUCKY
Postal Code:	42101
Entity Type:	CORPORATION: KENTUCKY

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2061003	MOUNTAIN STONE

CORRESPONDENCE DATA

Fax Number: (270)782-5856
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2707828160
 Email: lhagan@ksc-attorneys.com
 Correspondent Name: Laura M. Hagan
 Address Line 1: 1025 State Street
 Address Line 4: Bowling Green, KENTUCKY 42101

ATTORNEY DOCKET NUMBER:	LEE MASONRY-GENERAL
NAME OF SUBMITTER:	Laura M. Hagan
Signature:	/Laura M. Hagan/

OP \$40.00 2061003

Date:

05/05/2006

Total Attachments: 8

source=Articles of Merger - Recorded#page1.tif

source=Articles of Merger - Recorded#page2.tif

source=Articles of Merger - Recorded#page3.tif

source=Articles of Merger - Recorded#page4.tif

source=Articles of Merger - Recorded#page5.tif

source=Articles of Merger - Recorded#page6.tif

source=Articles of Merger - Recorded#page7.tif

source=Articles of Merger - Recorded#page8.tif

0632966.09^{MMcCulloh}
PAOM

Trey Grayson
Secretary of State
Received and Filed
03/21/2006 10:23:36 AM
Fee Receipt: \$50.00

ARTICLES OF MERGER
of
Lee Masonry Products, LLC
into
Lee Brothers Brick, Inc.

Pursuant to KRS 275.360 and KRS 271B.11-050, the undersigned Kentucky corporation executes the following Articles of Merger:

Article I

a) The name and jurisdiction of formation or organization of each business entity which is to merge is: Lee Masonry Products, LLC, a Kentucky limited liability company, with offices at 309 Dishman Lane, Bowling Green, Kentucky, merging into Lee Brothers Brick, Inc. a Kentucky Corporation, with offices at 309 Dishman Lane, Bowling Green, Kentucky.

b) The Plan of Merger is attached hereto as Exhibit A and incorporated herein by reference.

c) The surviving business entity is Lee Brothers Brick, Inc., however upon the filing of these Articles of Merger the name of the corporation shall be changed to Lee Masonry Products, Inc.

d) The Plan of Merger was duly authorized and approved unanimously by the members of Lee Masonry Products, LLC and by the Board of Directors and shareholders of Lee Brothers Brick, Inc. The number of shares of each entity entitled to vote on the merger was 100. The number of votes cast for the Plan of Merger by the members and shareholders of the respective entities was 100; no votes were cast against the merger.

e) The surviving entity is a Kentucky corporation with a registered office and process agent.

Article II

The merger shall take effect upon the filing of these Articles of Merger with the Secretary of State.


WITNESS the signature of Carol T. Lee, President of Lee Brothers Brick, Inc., this the 20th day of March, 2006.

Lee Brothers Brick, Inc.

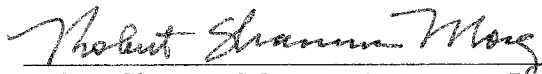
By: 
Carol T. Lee, President

STATE OF KENTUCKY)
 Warren)
COUNTY OF ~~HARDIN~~)

The foregoing Articles of Merger of Lee Masonry Products, LLC into Lee Brothers Brick, Inc. was subscribed, sworn to and acknowledged before me by Carol T. Lee in his capacity as President of Lee Brothers Brick, Inc., a Kentucky corporation, this the 20th day of March, 2006.


Notary Public
Commission expires: 10-19-06

This instrument prepared by:


Robert Shannon Morgan, Attorney at Law
Kerrick, Stivers & Coyle, PLC
1025 State Street, P. O. Box 9547
Bowling Green, KY 42102-9547
(270) 782-8160

Plan of Merger

THIS PLAN OF MERGER ("Plan of Merger") is made and entered into as of the 20th day of March, 2006, by and between (i) Lee Masonry Products, LLC, a Kentucky limited liability company ("LLC"), and (ii) Lee Brothers Brick, Inc., a Kentucky Corporation ("Corporation").

ARTICLE I

A. **Merger of LLC with and into Corporation.** Subject to the terms and conditions of this Plan of Merger, LLC shall be merged with and into Corporation ("Merger"), effective upon the filing of appropriate Articles of Merger with the Secretary of State of the Commonwealth of Kentucky ("Effective Time"). The separate corporate existence of LLC shall thereupon cease; Corporation shall be the surviving entity and the separate corporate existence of Corporation, with all its purposes, objects, rights, privileges, powers, franchises, and interest, shall continue unaffected and unimpaired by the Merger. The Merger shall be pursuant to the provisions of, and with the effect provided in, the Kentucky Business Corporation Act and the Kentucky Limited Liability Company Act. Limited liability is retained by the surviving entity. The merger is in accordance with and intended to be treated as a reorganization under Section 368(a)(1)(f) of the Internal Revenue Code of 1986, as amended.

B. **Effect of Merger.** At and after the Effective Time:

1. Corporation shall possess all of the respective rights, privileges, immunities, powers, franchises, and interests of LLC in and to every type of property (real, personal, and mixed), and choses in action, all of which shall be transferred to, and vested in, Corporation by virtue of the Merger without any deed or other transfer and without reversion or impairment. Any action or proceeding, whether civil, criminal, or administrative, pending by or against LLC

may be continued as if the Merger did not occur, or Corporation may be substituted in the proceeding for LLC in such action or proceeding.

2. Corporation shall be liable for all liabilities of LLC, and all debts, liabilities, obligations, and contracts of LLC, whether matured or unmatured, whether accrued, absolute, contingent, or otherwise, and whether or not reflected or reserved against on the balance sheet, books of account, or records of LLC, shall be those of Corporation and shall not be released or impaired by the Merger. Further, all rights of creditors and other obligees and all liens on properties of LLC shall be preserved and unimpaired.

C. Additional Actions. If, at any time after the Effective Time, Corporation shall consider or be advised that any further assignments or assurances in law or any other acts are necessary or desirable to (1) vest, perfect, or confirm of record or otherwise, in Corporation its rights, title or interest in, to, or under any of the rights, properties, or assets of LLC acquired or to be acquired by Corporation as a result of, or in connection with, the Merger, or (2) otherwise carry out the purposes of this Plan of Merger, LLC and the proper officers and directors of LLC shall be deemed to have granted to Corporation an irrevocable power of attorney to (a) execute and deliver all such proper deeds, assignments, and assurances in law, (b) do all acts necessary or proper to vest, perfect or confirm title to and possession of such rights, properties, or assets in Corporation, and (c) otherwise carry out the purposes of this Plan of Merger. The Board of Directors of Corporation are fully authorized in the name of the Corporation or otherwise to take any and all such actions.

ARTICLE II

A. Conversion of Stock. At the Effective Time:

1. Each share of the LLC which is issued and outstanding immediately prior to the Effective Time shall, *ipso facto* and without any action on the part of the holder thereof, become and be converted into 400 shares (no par value) of Corporation (“Corporation Common Stock”) and the members of the LLC shall be deemed to have made a capital contribution to Corporation in an amount equal to the member’s equity in the LLC.

2. Each share of the Corporation which is issued and outstanding immediately prior to the Effective Time shall, *ipso facto* and without any action on the part of the holder thereof, become and be converted into 400 shares (no par value) of Corporation (“Corporation Common Stock”) and the shareholders of the Corporation shall be deemed to have made a capital contribution to Corporation in an amount equal to the shareholder’s equity in the Corporation.

B. Issuance of Stock Certificates. As soon as practicable after the Effective Time, the Corporation shall issue certificates for the Corporation’s common stock to the members and in the amounts as set forth in Exhibit 1 hereto.

ARTICLE III

A. Articles of Incorporation and Bylaws. The Articles of Incorporation and Bylaws of Corporation in effect immediately prior to the effective date shall be the Articles of Incorporation and the Bylaws of the surviving entity, in each case until amended in accordance with applicable law, except that Article I of the Corporation’s Articles of Incorporation shall be amended to read in its entirety as follows:

“The name of this corporation shall be **Lee Masonry Products, Inc.**”

B. Bylaws. From and after the Effective Time, the Bylaws of Corporation, as the surviving entity, shall be the Bylaws. The Bylaws shall be amended to provide that the Board of Directors have authority to name a president, vice president(s), secretary and treasurer of Corporation.

ARTICLE IV

A. Board of Directors. On the effective date, the Board of Directors of the surviving entity shall consist of those persons serving as members of Corporation immediately prior to the effective date.

ARTICLE V

A. Stockholder and Member Approval. This Merger and this Plan of Merger has been submitted to the stockholders of the Corporation and the members of the LLC and approved unanimously by the stockholders of Corporation and the members of the LLC.

ARTICLE VI

A. Governing Law. The Plan of Merger shall be governed by, and construed in accordance with, the laws of the Commonwealth of Kentucky without regard to conflict of laws rules.

B. Abandonment. The Merger may be abandoned at any time prior to the Effective Time by action of the Board or Directors of Corporation or members of LLC, notwithstanding approval thereof by the stockholders of Corporation and the members of LLC.

In Witness Whereof, the parties hereto have caused this Plan of Merger to be executed on their behalf as of the day and year first above written.

LEE MASONRY PRODUCTS, LLC

LEE BROTHERS BRICK, INC.

By: Carol T. Lee
Carol T. Lee, Member

By: Carol T. Lee
Carol T. Lee, President

Doreenma Page
Witness

Doreenma Page
Witness

Date: 3/20/04

Date: 3/20/04

EXHIBIT 1

<u>Shareholder</u>	<u>Number of Shares</u>
Carol T. Lee	178,000
David R. Lee	178,000
Barry Lee	178,000
Willis Allen Lee	178,000
John Bruce Lee	<u>88,000</u>
Total Number of Shares	800,000

DOCUMENT NO: 551396
RECORDED ON: MARCH 23, 2006 03:29:50PM
TOTAL FEES: \$19.00
COUNTY CLERK: DOROTHY OWENS
COUNTY: WARREN COUNTY
DEPUTY CLERK: VELMA HOOD
BOOK 450 PAGES 303 - 310