

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
General Electric Capital Corporation		12/19/2007	CORPORATION:

RECEIVING PARTY DATA

Name:	Headwaters Incorporated
Street Address:	10653 South Riverfront Parkway
Internal Address:	Suite 300
City:	South Jordan
State/Country:	UTAH
Postal Code:	84095
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	1010455	POZICON
Registration Number:	1152421	POZZOLANIC
Registration Number:	1248044	ORBALOID
Registration Number:	1264266	POWERWALL
Registration Number:	1395433	POZZALIME
Registration Number:	1402656	GYPCEM
Registration Number:	1448523	FLEXCRETE
Registration Number:	1454791	PEANUT MAKER
Registration Number:	1601725	POWERLITE
Registration Number:	1744157	ALSIL
Registration Number:	1911817	FLO FIL
Registration Number:	1879441	TROWEL MASTER
Registration Number:	2004062	C-STONE

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Registration Number:	2162357	HTI
Registration Number:	2038742	COVOL
Registration Number:	2341611	ALKA PHIX
Registration Number:	2039031	ALKA PHIX
Registration Number:	2160040	M A G N A W A L L
Registration Number:	2460753	GELCAT
Registration Number:	2659400	HEADWATERS
Serial Number:	78118491	CARBOREX

CORRESPONDENCE DATA

Fax Number: (216)642-8826
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 216-642-3342
Email: whvipgroup@wegmanlaw.com
Correspondent Name: Wegman, Hessler & Vanderburg
Address Line 1: 6055 Rockside Woods Blvd
Address Line 2: Suite 200
Address Line 4: Cleveland, OHIO 44131

ATTORNEY DOCKET NUMBER:	020356 236G1
NAME OF SUBMITTER:	Bruce E. Peacock
Signature:	/bep/
Date:	12/20/2007

Total Attachments: 3
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ASSIGNMENT OF U.S. TRADEMARKS
AND
U.S. TRADEMARK REGISTRATIONS

WHEREAS, Headwaters Incorporated, a Utah corporation (hereinafter "Headwaters"), previously assigned an undivided part of its interest in the U.S. Trademarks and U.S. Trademark Registrations listed in Schedule A (hereinafter "The Trademarks") to General Electric Capital Corporation, 401 Merritt 7, Norwalk, Connecticut 06851 (hereinafter "GE") in an instrument entitled "Assignment of an Undivided Part of Assignor's Interest" that was executed on September 19, 2002, and recorded at Reel 2627, Frame 0429 on November 27, 2002 in the United States Patent and Trademark Office.

WHEREAS, GE desires to re-assign to Headwaters all of the right, title and interest in and to the Trademarks it, GE, had obtained in the aforementioned, "Assignment of an Undivided Part of Assignor's Interest".

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, GE hereby assigns to Headwaters all right, title and interest in and to the Trademarks together with the goodwill of the business symbolized by the Trademarks that it, GE, obtained by the aforementioned Assignment of an Undivided Part of Assignor's Interest.

GENERAL ELECTRIC CAPITAL CORPORATION
401 Merritt 7
Norwalk, Connecticut 06851

By: 

Title: Vice President

Date: _ December 19, 2007

SCHEDULE A

- 1 Serial #: 73009040 Filing Dt: 12/17/1973 Reg #: 1010455 Reg. Dt: 05/13/1975
 Mark: POZICON
- 2 Serial #: 73221717 Filing Dt: 06/29/1979 Reg #: 1152421 Reg. Dt: 04/28/1981
 Mark: POZZOLANIC
- 3 Serial #: 73305429 Filing Dt: 04/13/1981 Reg #: 1248044 Reg. Dt: 08/16/1983
 Mark: ORBALOID
- 4 Serial #: 73398219 Filing Dt: 09/30/1982 Reg #: 1264266 Reg. Dt: 01/17/1984
 Mark: POWERWALL
- 5 Serial #: 73499272 Filing Dt: 09/13/1984 Reg #: 1395433 Reg. Dt: 06/03/1986
 Mark: POZZALIME
- 6 Serial #: 73533662 Filing Dt: 04/22/1985 Reg #: 1402656 Reg. Dt: 07/22/1986
 Mark: GYPCEM
- 7 Serial #: 73636328 Filing Dt: 12/22/1986 Reg #: 1448523 Reg. Dt: 07/21/1987
 Mark: FLEXCRETE
- 8 Serial #: 73636329 Filing Dt: 12/22/1986 Reg #: 1454791 Reg. Dt: 09/01/1987
 Mark: PEANUT MAKER
- 9 Serial #: 73835676 Filing Dt: 11/02/1989 Reg #: 1601725 Reg. Dt: 06/19/1990
 Mark: POWERLITE
- 10 Serial #: 74182722 Filing Dt: 07/05/1991 Reg #: 1744157 Reg. Dt: 01/05/1993
 Mark: ALSIL
- 11 Serial #: 74479723 Filing Dt: 01/18/1994 Reg #: 1911817 Reg. Dt: 08/15/1995
 Mark: FLO FIL
- 12 Serial #: 74509584 Filing Dt: 04/06/1994 Reg #: 1879441 Reg. Dt: 02/21/1995
 Mark: TROWEL MASTER
- 13 Serial #: 74665571 Filing Dt: 04/25/1995 Reg #: 2004062 Reg. Dt: 10/01/1996
 Mark: C-STONE
- 14 Serial #: 74702012 Filing Dt: 07/17/1995 Reg #: 2162357 Reg. Dt: 06/02/1998

TRADEMARK

REEL: 003683 FRAME: 0028

- Mark: HTI
- 15 Serial #: 75067063 Filing Dt: 03/04/1996 Reg #: 2038742 Reg. Dt: 02/18/1997
Mark: COVOL
- 16 Serial #: 75085325 Filing Dt: 04/08/1996 Reg #: 2341611 Reg. Dt: 04/11/2000
Mark: ALKA PHIX
- 17 Serial #: 75085326 Filing Dt: 04/08/1996 Reg #: 2039031 Reg. Dt: 02/18/1997
Mark: ALKA PHIX
- 18 Serial #: 75189699 Filing Dt: 10/30/1996 Reg #: 2160040 Reg. Dt: 05/26/1998
Mark: M A G N A W A L L
- 19 Serial #: 75581349 Filing Dt: 11/02/1998 Reg #: 2460753 Reg. Dt: 06/19/2001
Mark: GELCAT
- 20 Serial #: 78018501 Filing Dt: 07/26/2000 Reg #: 2659400 Reg. Dt: 12/10/2002
Mark: HEADWATERS
- 21 Serial #: 78118491 Filing Dt: 03/29/2002 Reg #: NONE Reg. Dt:
Mark: CARBOREX