

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Exteriors, LLC		07/31/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	CapitalSouth Partners SBIC Fund III, L.P.		
Street Address:	1011 East Morehead Street		
Internal Address:	Suite 150		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28204		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2992151	ALL-AMERICAN WINDOW SYSTEM	
Serial Number:	78853566	AMERICAN EXTERIORS RIGHT WINDOW. CLEAR VALUE.	
CORRESPONDENCE DATA			
Fax Number:	(704)339-3470		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	ecampbell@rbh.com		
Correspondent Name:	Elizabeth Campbell		
Address Line 1:	101 N. Tryon Street		
Address Line 2:	Suite 1900		
Address Line 4:	Charlotte, NORTH CAROLINA 28246		
ATTORNEY DOCKET NUMBER:	14574.00027		
NAME OF SUBMITTER:	Elizabeth Campbell		
Signature:	/elizabeth campbell/		

OP \$65.00 2992151

Date:

07/31/2008

Total Attachments: 2

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**GRANT OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, AMERICAN EXTERIORS, LLC (the "Pledgor") is the owner of the trademark applications and registrations listed on Schedule A attached hereto, (all such trademarks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, the Pledgor has entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of July 31, 2008, in which the Pledgor has agreed with CapitalSouth Partners SBIC Fund III, L.P., as Administrative Agent (the "Administrative Agent"), with offices at 1011 East Morehead Street, Suite 150, Charlotte, North Carolina 28204, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

AMERICAN EXTERIORS, LLC

By: 

Name: Michael L. Bailey

Title: Vice President and Secretary

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Jurisdiction	Trademark Name	Registration No./ Serial No.	Registration Date/ Filing Date	Class(es)
U.S.	All-American Window System	2,992,151 78/426,483	9/6/2005 5/27/2004	19
U.S.	American Exteriors Right Window. Clear Value (and design)	78/853566	4/4/2006	19, 37