

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Trussway, Ltd.		09/08/2010	LIMITED PARTNERSHIP: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Trussway Manufacturing, Inc.		
<b>Street Address:</b>	9411 Alcorn		
<b>City:</b>	Houston		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	77093		
<b>Entity Type:</b>	CORPORATION: TEXAS		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3205634	TRUSSWAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(713)951-0662		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	713-951-0160		
<b>Email:</b>	bthompson@pdhlaw.com		
<b>Correspondent Name:</b>	Bartt G. Thompson		
<b>Address Line 1:</b>	1415 Louisiana, 22nd Floor		
<b>Address Line 4:</b>	Houston, TEXAS 77002		
<b>NAME OF SUBMITTER:</b>	Bartt G. Thompson, Attorney of Record		
<b>Signature:</b>	/Bartt G. Thompson/		
<b>Date:</b>	09/09/2010		
Total Attachments: 6			

OP \$40.00 3205634

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**TRADEMARK  
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## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Trussway Manufacturing, Inc.  
Filing Number: 801274892

Certificate of Conversion

May 26, 2010

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 15, 2010.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

**FILED**  
In the Office of the  
Secretary of State of Texas  
MAY 26 2010

**Corporations Section**

**CERTIFICATE OF CONVERSION  
OF A  
LIMITED PARTNERSHIP  
CONVERTING TO A CORPORATION**

**Converting Entity Information**

The name of the converting limited partnership is:

Trussway, Ltd.

The jurisdiction of formation of the limited partnership is Texas.

The date of formation of the limited partnership is: August 14, 1995.

The file number, if any, issued to the limited partnership by the secretary of state is: 8291910.

**Converted Entity Information**

The limited partnership named above is converting to a corporation. The name of the corporation is:

Trussway Manufacturing, Inc.

The corporation will be formed under the laws of Texas.

**Plan of Conversion**

In lieu of providing the plan of conversion, the converting limited partnership certifies that:

1. A signed plan of conversion is on file at the principal place of business of the limited partnership, the converting entity. The address of the principal place of business of the limited partnership is 9411 Alcorn, Houston, Texas 77093.
2. A signed plan of conversion will be on file after the conversion at the principal place of business of the corporation, the converted entity. The address of the principal place of business of the corporation is 9411 Alcorn, Houston, Texas 77093.
3. A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

**Certificate of Formation for the Converted Entity**

The certificate of formation of the converted entity, a Texas corporation, is attached to this certificate of conversion.

**Approval of the Plan of Conversion**

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converted entity.

**Effectiveness of Filing**

This document becomes effective upon filing.

**Tax Certificate**

In lieu of providing the tax certificate, the corporation as the converted entity is liable for the payment of any franchise taxes.

Dated: January     , 2010.

TRUSSWAY, LTD.

By: Trussway Partners, Inc., General Partner

By:   
Jim Thomas, President

**FILED**  
In the Office of the  
Secretary of State of Texas

**MAY 26 2010**

**Corporations Section**

**CERTIFICATE OF FORMATION  
OF  
TRUSSWAY MANUFACTURING, INC.**

**A FOR-PROFIT CORPORATION**

This certificate of formation is submitted for filing pursuant to the applicable provisions of the Texas Business Organizations Code.

**Article I -- Filing Entity and Entity Name**

The filing entity being formed is a for-profit corporation. The name of the entity is Trussway Manufacturing, Inc. (hereinafter "For-Profit Corporation").

**Article II - Purpose**

The purpose for which the For-Profit Corporation is organized is the transaction of any and all lawful business for which for-profit corporations may be incorporated under the Texas Business Organizations Code.

**Article III - Registered Office and Registered Agent**

The initial registered agent is an individual resident of the state whose name is Kent J. Pagel. The business address of the initial registered agent and the initial registered office is: 1415 Louisiana, 22<sup>nd</sup> Floor, Houston, Texas 77002.

**Article IV - Organizer**

The name and address of the organizer is:

<u>Name</u>	<u>Address</u>
Bartt G. Thompson	1415 Louisiana, 22 <sup>nd</sup> Floor Houston, Texas 77002

**Article V - Directors**

The number of directors constituting the initial board of directors is five and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Patrick H. Daugherty	9411 Alcorn, Houston, Texas 77093
Reese Fulgham	9411 Alcorn, Houston, Texas 77093

David Pettie	9411 Alcorn, Houston, Texas 77093
Shawn A. Lederman	9411 Alcorn, Houston, Texas 77093
David F. Smith, III	9411 Alcorn, Houston, Texas 77093

#### **Article VI - Authorized Shares**

The For-Profit Corporation is authorized to issue a total of 100,000 shares, and the par value of each of the authorized shares is \$1.00.

#### **Article VII - Director's Limited Liability**

A director of the For-Profit Corporation shall not be liable to the For-Profit Corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except to the extent the director is found liable for: (1) a breach of the director's duty of loyalty to the For-Profit Corporation or its shareholders; (2) an act or omission not in good faith that constitutes a breach of duty of the director to the For-Profit Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law; (3) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or (4) an act or omission for which the liability of a director is expressly provided by an applicable statute.

#### **Article VIII - Contracts or Transactions with Interested Directors or Officers**

This provision applies only to a contract or transaction between the For-Profit Corporation and one or more of its directors or officers, or between the For-Profit Corporation and an entity or other organization in which one or more of the For-Profit Corporation's directors or officers is a managerial official or has a financial interest.

An otherwise valid contract or transaction is valid notwithstanding that a director or officer of the For-Profit Corporation is present at or participates in the meeting of the board of directors, or of a committee of the board that authorizes the contract or transaction, or votes to authorize the contract or transaction, if: (1) the material facts as to the relationship or interest and as to the contract or transaction are disclosed to or known by (a) the For-Profit Corporation's board of directors or a committee of the board of directors and the board of directors or committee in good faith authorizes the contract or transaction by the affirmative vote of the majority of the disinterested directors or committee members, regardless of whether the disinterested directors or committee members constitute a quorum; or (b) the shareholders entitled to vote on the authorization of the contract or transaction, and the contract or transaction is specifically approved in good faith by a vote of the shareholders; or (2) the contract or transaction is fair to the For-Profit Corporation when the contract or transaction is authorized, approved, or ratified by the board of directors, a committee of the board of directors, or the shareholders. Common or interested directors of a corporation may be included in determining the presence of a

quorum at a meeting of the corporation's board of directors, or a committee of the board of directors that authorizes the contract or transaction.

#### **Article IX - Indemnification**

To the full extent permitted by the applicable provisions of Title 1, Chapter 8 of the Texas Business Organizations Code and other applicable law, the For-Profit Corporation shall advance expenses to and indemnify any present and former directors and officers of the For-Profit Corporation and persons serving or formerly serving at the request of the For-Profit Corporation as directors, officers, partners, venturers, proprietors, trustees, employees, agents or similar functionaries of another foreign or domestic corporation, employee benefit plan, other enterprise or entity against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses actually incurred by the person in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitative or investigative; any appeal in such action, suit or proceeding and any inquiry or investigation that could lead to such an action suit or proceeding, because the person is or was acting in one of the capacities set forth above.

#### **Article X - Written Consent of Shareholders**

Any action required by the Texas For-Profit Corporation Law to be taken at any annual or special meeting of shareholders, or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

#### **Article XI - Formation Under Plan of Conversion**

The For-Profit Corporation is being formed under a plan of conversion. The converting entity is Trussway, Ltd., a Texas limited partnership formed on August 14, 1995, whose address 9411 Alcorn, Houston, Texas 77002.

#### **Article XII - Effective Date of Filing**

This certificate of formation becomes effective when the document is filed by the secretary of state.

  
Bartt G. Thompson