

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                |
|------------------------------|----------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT |
| <b>NATURE OF CONVEYANCE:</b> | MERGER         |
| <b>EFFECTIVE DATE:</b>       | 05/14/2008     |

**CONVEYING PARTY DATA**

| Name                   | Formerly | Execution Date | Entity Type           |
|------------------------|----------|----------------|-----------------------|
| Gibraltar Spinco, Inc. |          | 05/12/2008     | CORPORATION: DELAWARE |

**RECEIVING PARTY DATA**

|                        |                       |
|------------------------|-----------------------|
| <b>Name:</b>           | RPG Merger Sub, Inc.  |
| <b>Street Address:</b> | 2000 Summit Avenue    |
| <b>City:</b>           | Hastings              |
| <b>State/Country:</b>  | NEBRASKA              |
| <b>Postal Code:</b>    | 68901                 |
| <b>Entity Type:</b>    | CORPORATION: DELAWARE |

**PROPERTY NUMBERS Total: 6**

| Property Type        | Number  | Word Mark |
|----------------------|---------|-----------|
| Registration Number: | 1910465 | G         |
| Registration Number: | 1865947 | G         |
| Registration Number: | 1867353 | G         |
| Registration Number: | 1913824 | GIBALTAR  |
| Registration Number: | 1865948 | GIBALTAR  |
| Registration Number: | 1866098 | GIBALTAR  |

**CORRESPONDENCE DATA**

Fax Number: (312)862-2200  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-862-6371  
 Email: renee.prescan@kirkland.com  
 Correspondent Name: Renee Prescan  
 Address Line 1: 300 North LaSalle Street  
 Address Line 2: Kirkland & Ellis LLP

**900197462**

**TRADEMARK  
 REEL: 004586 FRAME: 0577**

**CH \$165.00 1910465**

Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 23396-2 RMP

NAME OF SUBMITTER: Renee M. Prescan

Signature: /Renee M. Prescan/

Date: 07/19/2011

**Total Attachments: 3**

source=Certificate of Merger-RPG Merger Sub and Gibraltar Spinco#page1.tif

source=Certificate of Merger-RPG Merger Sub and Gibraltar Spinco#page2.tif

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# Delaware

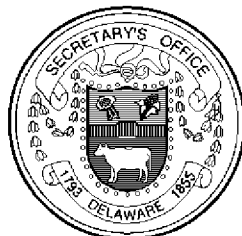
PAGE 1

*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 MERGER, WHICH MERGES:

"RPG MERGER SUB, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "GIBRALTAR SPINCO, INC." UNDER THE NAME OF "RPG MERGER SUB, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF MAY, A.D. 2008, AT 8:17 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4510375 8100M

080550460

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6593460

DATE: 05-15-08

TRADEMARK  
REEL: 004586 FRAME: 0579

**CERTIFICATE OF MERGER**  
**OF**  
**GIBRALTAR SPINCO, INC.**  
**AND**  
**RPG MERGER SUB, INC.**

It is hereby certified that:


1. The constituent business entities participating in the merger herein certified are:
  - (i) Gibraltar Spinco, Inc., which is incorporated under the laws of the State of Delaware; and
  - (ii) RPG Merger Sub, Inc., which is incorporated under the laws of the State of Delaware.
2. An agreement of reorganization and merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent entities in accordance with the provisions of Section 251 of the Delaware General Corporation Law.
3. The name of the surviving corporation in the merger herein certified is Gibraltar Spinco, Inc., a Delaware corporation, which will continue its existence as said surviving corporation upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.
4. The Certificate of Incorporation of Gibraltar Spinco, Inc., a Delaware corporation, as now in force and effect, shall be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law, except that the name of the surviving corporation shall be RPG Merger Sub, Inc.
5. The executed agreement of reorganization and merger among the aforesaid constituent business entities and Rosmar Packaging Group Inc. and Gibraltar Packaging Group, Inc. is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

2000 Summit Avenue  
Hastings, Nebraska 68902-2148
6. A copy of the aforesaid agreement of reorganization and merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of any constituent corporation.

7. Pursuant to the agreement of reorganization and merger, (x) Gibraltar Packaging Group, Inc. transferred all of its business (including the assets and liabilities of Gibraltar Packaging Group, Inc. but excluding certain specified liabilities) to Gibraltar Spinco, Inc. in exchange for an aggregate number of shares of common stock of Gibraltar Spinco, Inc. equal to the number of shares of common stock of Gibraltar Packaging Group Inc. outstanding, (y) each share of common stock of Gibraltar Packaging Group, Inc. was deemed to represent an equivalent number of shares of common stock of Gibraltar Spinco, Inc. without new share certificates being issued and (z) Gibraltar Packaging Group, Inc. was dissolved pursuant to Section 275 of the Delaware General Corporation Law.

Executed on this 12<sup>th</sup> day of May, 2008.

GIBRALTAR SPINCO, INC.

By:   
Name: Walter E. Rose  
Title: Chief Executive Officer