

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM333346

| | |
|------------------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2014 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------------------|----------|----------------|-----------------------|
| AZEK Building Products, Inc. | | 12/31/2014 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------------------|
| Name: | CPG International LLC |
| Street Address: | 888 North Keyser Avenue |
| City: | Scranton |
| State/Country: | PENNSYLVANIA |
| Postal Code: | 18504 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 33

| Property Type | Number | Word Mark |
|----------------------|---------|------------------------------------|
| Registration Number: | 1458348 | CELTEC |
| Registration Number: | 3068158 | AZEK |
| Registration Number: | 3121847 | ONCE YOU LOOK, IT'S ALL YOU'LL SEE |
| Registration Number: | 3461329 | AZEK MOULDING |
| Registration Number: | 3466497 | AZEK DECK |
| Registration Number: | 3495156 | AZEK TRIM |
| Registration Number: | 3569527 | AZEK PORCH |
| Registration Number: | 3806726 | KONA |
| Registration Number: | 3806729 | ARBOR COLLECTION |
| Registration Number: | 3806730 | TAHOE |
| Registration Number: | 3844774 | AZEK RAIL |
| Registration Number: | 3855187 | FAWN |
| Registration Number: | 3855188 | ACACIA |
| Registration Number: | 3855189 | MORADO |
| Registration Number: | 3868585 | HARVEST COLLECTION |
| Registration Number: | 3877979 | COBRE |
| Registration Number: | 3892034 | SEDONA |
| Registration Number: | 3892035 | REDLAND ROSE |

OP \$840.00 1458348

| Property Type | Number | Word Mark |
|----------------------|----------|-----------------|
| Registration Number: | 3952777 | SILVER OAK |
| Registration Number: | 3997331 | MODENA |
| Registration Number: | 4090685 | VILLA |
| Registration Number: | 4213907 | OYSTER |
| Registration Number: | 4323511 | AZEK |
| Registration Number: | 2696724 | AZEK |
| Registration Number: | 4485340 | AZEK PAVERS |
| Registration Number: | 4613982 | HAZELWOOD |
| Registration Number: | 4586313 | PEWTER |
| Registration Number: | 4627948 | VINTAGE RED |
| Registration Number: | 4613981 | WHITE OAK |
| Registration Number: | 4613469 | WICKER |
| Serial Number: | 85551098 | PREMIER RAILING |
| Serial Number: | 86385673 | CYPRESS |
| Serial Number: | 86385684 | HAZEL |

CORRESPONDENCE DATA

Fax Number: 2122919645

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 212.558.7347

Email: leea@sullcrom.com, nguyenb@sullcrom.com

Correspondent Name: Alice Y. Lee

Address Line 1: 125 Broad Street

Address Line 2: Sullivan & Cromwell LLP

Address Line 4: New York, NEW YORK 10004-2498

ATTORNEY DOCKET NUMBER: 021993.00003 (AYL)

NAME OF SUBMITTER: Alice Y. Lee

SIGNATURE: /Alice Y. Lee/

DATE SIGNED: 02/26/2015

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AZEK BUILDING PRODUCTS, INC.", A DELAWARE CORPORATION, WITH AND INTO "CPG INTERNATIONAL LLC" UNDER THE NAME OF "CPG INTERNATIONAL LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 2:19 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 11:57 O'CLOCK P.M.

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

3937658 8100M

141607075




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2004075

DATE: 01-02-15

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005466 FRAME: 0770

CERTIFICATE OF OWNERSHIP AND MERGER

OF

AZEK BUILDING PRODUCTS, INC.

WITH AND INTO

CPG INTERNATIONAL LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, as amended from time to time (the "DLLCA"), and Section 267 of the Delaware General Corporation Law, as amended from time to time (the "DGCL"), the undersigned limited liability company, hereby executes the following Certificate of Ownership and Merger:

FIRST. The name, jurisdiction of formation or organization, and type of entity, of each constituent entity (collectively, the "Constituent Entities") of the merger (the "Merger") is CPG International LLC, a Delaware limited liability company (the "Surviving Company"), and Azek Building Products, Inc., a Delaware corporation (the "Merging Company").

SECOND. An Agreement and Plan of Merger, dated as of December 30, 2014, (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 18-209 of the DLLCA and Section 267 of the DGCL.

THIRD. The Surviving Company owns all of the outstanding stock of the Merging Company. The Merger was authorized in accordance with the Surviving Company's limited liability company agreement and the DLLCA.

FOURTH. The name of the surviving limited liability company is CPG International LLC.

FIFTH. The Certificate of Formation of CPG International LLC, as in effect immediately prior to the Merger, shall be the Certificate of Formation of the Surviving Company immediately following the Merger.

SIXTH. The executed Merger Agreement is on file at 888 North Keyser Avenue, Scranton, Pennsylvania 18504, an office of the Surviving Company that constitutes a place of business of the Surviving Company.

SEVENTH. A copy of the executed Merger Agreement will be furnished by the Surviving Company on request, without cost, to any member or stockholder, as the case may be, of any of the Constituent Entities.

EIGHTH. This Certificate of Ownership and Merger and the Merger shall become effective at 11:57 p.m., Eastern Standard Time, on December 31, 2014.

[Signature Page Follows]

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger to be executed by a duly authorized person of the Surviving Company as of the 30th day of December, 2014.

CPG INTERNATIONAL LLC

By: 

Name: Brian Cooper

Title: General Counsel and Secretary

*[Signature Page to Certificate of Ownership and Merger of
Azek Building Products, Inc. with and into CPG International LLC]*