

<b>TRADEMARK ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM364291

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/01/2015

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Stock Building Supply Holdings, Inc.		12/01/2015	CORPORATION: DELAWARE
Building Materials Holding Corporation		12/01/2015	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	BMC Stock Holdings, Inc.
<b>Street Address:</b>	980 Hammond Drive NE, Suite 500
<b>Internal Address:</b>	Two Lakeside Commons
<b>City:</b>	Atlanta
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	30328
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 33**

Property Type	Number	Word Mark
<b>Registration Number:</b>	4493498	SMOOT BUILDING SOLUTIONS
<b>Registration Number:</b>	4493487	SMOOT
<b>Registration Number:</b>	4493499	SMOOT BUILDING SOLUTIONS
<b>Registration Number:</b>	4493496	SMOOT BUILDING SOLUTIONS
<b>Registration Number:</b>	4493495	ESTABLISHED 1822 SMOOT BUILDING SOLUTION
<b>Registration Number:</b>	4500342	ESTABLISHED 1822 SMOOT BUILDING SOLUTION
<b>Registration Number:</b>	4493489	ESTABLISHED 1822 SMOOT BUILDING SOLUTION
<b>Registration Number:</b>	4493488	SMOOT
<b>Registration Number:</b>	4493486	SMOOT
<b>Registration Number:</b>	4318419	MACON
<b>Registration Number:</b>	4457606	BMC
<b>Registration Number:</b>	4765371	READY-FRAME PRECISION PACKAGES BY BMC
<b>Registration Number:</b>	4109852	BMC BUILDING MATERIALS AND CONSTRUCTION
<b>Registration Number:</b>	4820704	BMC DESIGN
<b>Registration Number:</b>	3599000	

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**TRADEMARK**

Property Type	Number	Word Mark
Registration Number:	4596892	READY-FRAME
Registration Number:	4616659	READY-FRAME
Registration Number:	4608992	READY-FRAME PRECISION PACKAGES BY BMC
Registration Number:	4843835	SMART BUNDLED
Registration Number:	2647227	S
Registration Number:	2885007	S
Registration Number:	2887414	S
Registration Number:	2987949	S
Registration Number:	2644502	STOCK
Registration Number:	2637314	STOCK
Registration Number:	2647231	STOCK
Registration Number:	2720028	STOCK
Registration Number:	2647232	STOCK
Registration Number:	2641372	STOCK BUILDING SUPPLY
Registration Number:	2611008	STOCK BUILDING SUPPLY
Registration Number:	2622487	STOCK BUILDING SUPPLY
Registration Number:	2882788	STOCK BUILDING SUPPLY
Registration Number:	2644503	STOCK BUILDING SUPPLY

**CORRESPONDENCE DATA**

Fax Number: 9494754754

*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: 949-451-3800

Email: skann@gibsondunn.com

Correspondent Name: Stephanie S. Kann, Senior Paralegal

Address Line 1: 3161 Michelson Drive

Address Line 2: Gibson, Dunn & Crutcher LLP

Address Line 4: Irvine, CALIFORNIA 92612

<b>ATTORNEY DOCKET NUMBER:</b>	08299-00094
<b>NAME OF SUBMITTER:</b>	Stephanie S. Kann
<b>SIGNATURE:</b>	/stephanie s. kann/
<b>DATE SIGNED:</b>	12/02/2015

**Total Attachments: 2**

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# Delaware

The First State

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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 MERGER, WHICH MERGES:

"BUILDING MATERIALS HOLDING CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "STOCK BUILDING SUPPLY HOLDINGS, INC." UNDER THE NAME OF "BMC STOCK HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 2015, AT 9:30 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF DECEMBER, A.D. 2015 AT 4:31 O`CLOCK P.M.

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



  
Jeffrey W. Bullock, Secretary of State

4677488 8100M  
SR# 20151123271

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

Authentication: 10513160  
Date: 12-01-15

TRADEMARK  
REEL: 005680 FRAME: 0317

**CERTIFICATE OF MERGER**

**OF**

**BUILDING MATERIALS HOLDING CORPORATION,  
a Delaware corporation**

**WITH AND INTO**

**STOCK BUILDING SUPPLY HOLDINGS, INC.,  
a Delaware corporation**

In accordance with Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), the undersigned corporation submits this certificate of merger (this "Certificate of Merger") for filing and hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") are as follows:

(i) Building Materials Holding Corporation, which is incorporated under the laws of the State of Delaware ("BMHC"); and

(ii) Stock Building Supply Holdings, Inc., which is incorporated under the laws of the State of Delaware ("SBS").

2. The agreement and plan of merger, dated as of June 2, 2015, between each of the Constituent Corporations (the "Agreement and Plan of Merger"), pursuant to which BMHC will be merged with and into SBS, with SBS continuing its existence as the surviving corporation in the merger (the "Surviving Corporation"), has been approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the DGCL (with the stockholders of BMHC acting by written consent in lieu of a meeting in accordance with Section 228 of the DGCL).

3. The name of the Surviving Corporation is Stock Building Supply Holdings, Inc. Pursuant to the terms of the Agreement and Plan of Merger, Article One of the Surviving Corporation's Certificate of Incorporation shall be amended and restated as follows:

Article One: The name of the corporation is BMC Stock Holdings, Inc. (the "Corporation").

4. By virtue of the merger, the certificate of incorporation of the Surviving Corporation shall be amended and restated in its entirety to read as set forth in Exhibit A attached hereto and made a part hereof. The certificate of incorporation of the Surviving Corporation, as so amended and restated, shall be the certificate of incorporation of the Surviving Corporation until thereafter amended and/or restated in accordance with the terms thereof and the DGCL.