

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM394756

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Senior Lien Intellectual Property Security Agreement recorded at Reel 5694/Frame 0646

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada		08/09/2016	Chartered Bank: CANADA

RECEIVING PARTY DATA

Name:	Home Acres Building Supply Co. LLC
Street Address:	2552 Walnut Avenue, Suite 160
City:	Tustin
State/Country:	CALIFORNIA
Postal Code:	92780
Entity Type:	Limited Liability Company: MICHIGAN
Name:	Great Western Building Materials, Inc.
Street Address:	2552 Walnut Avenue, Suite 160
City:	Tustin
State/Country:	CALIFORNIA
Postal Code:	92780
Entity Type:	Corporation: ARIZONA
Name:	ProWall Building Products, Inc.
Street Address:	2552 Walnut Avenue, Suite 160
City:	Tustin
State/Country:	CALIFORNIA
Postal Code:	92780
Entity Type:	Corporation: ARIZONA

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2080126	PROWALL
Registration Number:	2343950	PROSHAPE
Registration Number:	3608467	WHITE HOT FOAM
Registration Number:	2181417	FOAMPREP

CORRESPONDENCE DATA

Fax Number: 9494754754

TRADEMARK

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

ATTORNEY DOCKET NUMBER:	31450-00006
NAME OF SUBMITTER:	Stephanie S. Kann
SIGNATURE:	/stephanie s. kann/
DATE SIGNED:	08/11/2016

Total Attachments: 6

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**RELEASE OF SENIOR LIEN INTELLECTUAL PROPERTY SECURITY
AGREEMENT**

This Release of Senior Lien Intellectual Property Security Agreement (this “Release”) is made as of August 9, 2016, by Royal Bank of Canada, a chartered bank of Canada, in its capacity as administrative agent and collateral agent (together with its successors in such capacity, the “Administrative Agent”) for the benefit of Home Acres Building Supply Co. LLC, a Michigan limited liability company, Great Western Building Materials, Inc., an Arizona corporation, and ProWall Building Products, Inc., an Arizona corporation (the “Grantors”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the IP Security Agreement.

W I T N E S S E T H:

WHEREAS, reference is made to that certain (i) Senior Lien Term Loan Credit Agreement, dated as of October 9, 2015, among LSF9 Cypress Parent LLC and LSF9 Cypress Holdings LLC in favor of the Administrative Agent (as amended, restated, amended and restated, supplemented or otherwise modified or replaced from time to time, the “Credit Agreement”); (ii) Senior Lien Guarantee and Collateral Agreement, dated as of October 9, 2015 in favor of the Administrative Agent (as amended, restated, amended and restated, supplemented or otherwise modified or replaced from time to time, (the “Guarantee and Collateral Agreement”); and (iii) Senior Lien Intellectual Property Security Agreement, dated as of October 9, 2015, among Grantors in favor of Administrative Agent (“IP Security Agreement”) pursuant to which the Grantors have granted to the Administrative Agent for its benefit and the benefit of various other financial institutions, a security interest in the intellectual property set forth on Schedules 1, 2 and 3 hereto (the “IP”) and the goodwill of the business symbolized by such IP, and the registrations and applications therefor (together with the IP, the “IP Collateral”);

WHEREAS, the IP Security Agreement was recorded in the United States Patent and Trademark Office on December 21, 2015 at Reel 5694 and Frame 0646 for trademarks and at Reel 37358 and Frame 308 for patents; and

WHEREAS, Grantors have requested that the Administrative Agent release, and the Administrative Agent is willing to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the IP Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

1. The Administrative Agent does hereby terminate, release and discharge the entirety of any and all security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the IP Security Agreement to the IP Collateral and any right, title or interest of the Administrative Agent in such IP Collateral shall hereby terminate, cease and become void. The Administrative Agent hereby assigns, transfers and conveys any and all right, title or interest of the Administrative Agent in the IP Collateral to the Grantors.

2. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be

deemed an original, but all such counterparts together shall constitute but one and the same instrument.

3. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of Senior Lien Intellectual Property Security Agreement to be executed and delivered as of the date first written above.

**ROYAL BANK OF CANADA, as
Administrative Agent**

By: 
Name: _____
Title: Rodica Dutka
Manager, Agency

Schedule 1

COPYRIGHTS

None.

TRADEMARKS

Owner	Trademark	Registration No.
Great Western Building Materials, Inc.	PROWALL	2,080,126
Great Western Building Materials, Inc.	PROSHAPE	2,343,950
ProWall Building Products, Inc.	WHITE HOT FOAM	3,608,467
ProWall Building Products, Inc.	FOAMPREP	2,181,417

PATENTS

Registered Owner	Title	Patent Number
Home Acres Building Supply Co. LLC	Drywall Retaining Device	7,543,789