

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM498596

| | |
|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Termination and Release of Security Interest in Trademarks (ABL) |
| SEQUENCE: | 5 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--|----------|----------------|--|
| Wells Fargo Bank, National Association | | 11/16/2018 | National Banking Association: UNITED STATES |

RECEIVING PARTY DATA

| | |
|------------------------|---------------------------------|
| Name: | NCI Group, Inc. |
| Street Address: | 10943 N. Sam Houston Parkway W. |
| City: | Houston |
| State/Country: | TEXAS |
| Postal Code: | 77064 |
| Entity Type: | Corporation: NEVADA |

PROPERTY NUMBERS Total: 132

| Property Type | Number | Word Mark |
|----------------------|---------|---------------------------------|
| Registration Number: | 1906296 | RETRO-R |
| Registration Number: | 2110344 | METALLIC BUILDING COMPANY |
| Registration Number: | 0623865 | METALLIC |
| Registration Number: | 2028845 | NCI |
| Registration Number: | 2028846 | A&S BUILDING SYSTEMS |
| Registration Number: | 2040247 | MID-WEST STEEL BUILDING COMPANY |
| Registration Number: | 2030148 | MW |
| Registration Number: | 2028844 | NCI BUILDING COMPONENTS |
| Registration Number: | 2079167 | NCI |
| Registration Number: | 2071877 | DBCI |
| Registration Number: | 2119193 | METALLIC |
| Registration Number: | 2085914 | VERTI-LOC |
| Registration Number: | 2335371 | VISTASHEEN |
| Registration Number: | 2335369 | VISTASHADOW |
| Registration Number: | 2169345 | SS216 |
| Registration Number: | 1055914 | M MESCO |
| Registration Number: | 1069517 | M MESCO |
| Registration Number: | 2183547 | CLASSIC STEEL FRAME HOMES |

TRADEMARK

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------------------|
| Registration Number: | 2196662 | IPS |
| Registration Number: | 1686016 | BATTENLOK |
| Registration Number: | 1750427 | SIGNATURE |
| Registration Number: | 1684278 | LOKSEAM |
| Registration Number: | 1424579 | MBCI |
| Registration Number: | 1917593 | NUROOF |
| Registration Number: | 1950005 | FLEXLOC |
| Registration Number: | 1980366 | IMPERIAL RIB |
| Registration Number: | 1926989 | ABC AMERICAN BUILDING COMPONENTS |
| Registration Number: | 1905298 | MONARCH RIB |
| Registration Number: | 1206560 | MBCI |
| Registration Number: | 1082255 | REGAL RIB |
| Registration Number: | 1171944 | RUGGED RIB |
| Registration Number: | 2218230 | NUWALL |
| Registration Number: | 2161830 | SUPERLOK |
| Registration Number: | 2277089 | STORMPROOF |
| Registration Number: | 2192159 | RAIN GUARD |
| Registration Number: | 2256416 | CLASSIC |
| Registration Number: | 2193540 | PERMA-CLAD |
| Registration Number: | 2262021 | ARTISAN |
| Registration Number: | 2266112 | LITEFRAME |
| Registration Number: | 2286987 | TRADITIONAL |
| Registration Number: | 2192160 | SLIMLINE |
| Registration Number: | 2264507 | AMERI-DRAIN |
| Registration Number: | 2478821 | 7/8" WIDE RIB |
| Registration Number: | 2485858 | LONG BAY SYSTEM |
| Registration Number: | 2359209 | SL-16 |
| Registration Number: | 2458977 | MILLENNIUM |
| Registration Number: | 2489812 | W E A T H E R S A F E |
| Registration Number: | 2837799 | DBCI |
| Registration Number: | 2850206 | A&S A&S BUILDING SYSTEMS |
| Registration Number: | 2910053 | ULTRA-DEK |
| Registration Number: | 3112441 | MESCO BUILDING SOLUTIONS |
| Registration Number: | 3171918 | M MESCO BUILDING SOLUTIONS |
| Registration Number: | 2444278 | HERITAGE BUILDING SYSTEMS |
| Registration Number: | 3497466 | STEELBUILDING.COM |
| Registration Number: | 2644801 | DESIGN PRICE BUY ONLINE |
| Registration Number: | 0500226 | STEELOX |

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------|
| Registration Number: | 3315295 | STEELOX |
| Registration Number: | 3510203 | DESIGNER SERIES |
| Registration Number: | 3411288 | S STEEL SYSTEMS |
| Registration Number: | 3227303 | DESIGN · PRICE · BUY ONLINE |
| Registration Number: | 1065170 | GARCO |
| Registration Number: | 1624435 | GARCO |
| Registration Number: | 3696235 | EXPRESSPLUS |
| Registration Number: | 3631843 | FASTAR |
| Registration Number: | 3612444 | STEELBUILDING.COM |
| Registration Number: | 3740081 | DESIGN · PRICE · BUY ONLINE |
| Registration Number: | 3625096 | LONG BAY |
| Registration Number: | 3787724 | ECO-FICIENT |
| Registration Number: | 3779840 | CLASSIC STEEL BUILDINGS |
| Registration Number: | 4275962 | CUBIX |
| Registration Number: | 4119895 | INTELLIGENT DESIGN |
| Registration Number: | 4127217 | |
| Registration Number: | 4351717 | METAL COATERS |
| Registration Number: | 4148181 | METAL COATERS |
| Registration Number: | 2483670 | TUFF T |
| Registration Number: | 2583200 | CLINCH CLIP |
| Registration Number: | 2933827 | TUFF WALL |
| Registration Number: | 3039760 | LOCKGUARD |
| Registration Number: | 3039761 | THERMALSAFE |
| Registration Number: | 3233858 | TUFF COTE |
| Registration Number: | 3640346 | SANTA FE |
| Registration Number: | 3640347 | METL-VISION |
| Registration Number: | 3722862 | METL-SPAN |
| Registration Number: | 3741567 | METL SPAN |
| Registration Number: | 4560496 | NCI BUILDING SYSTEMS |
| Registration Number: | 4560497 | NCI BUILDINGS GROUP |
| Registration Number: | 4936940 | BUILDING RESULTS, EVERYDAY |
| Registration Number: | 4592092 | CURL-LOK |
| Registration Number: | 4632366 | CURL CC LOK |
| Registration Number: | 4822662 | NCI METAL DEPOTS |
| Registration Number: | 3042293 | ATMP |
| Registration Number: | 4806749 | C |
| Registration Number: | 4839383 | CASCADE |
| Registration Number: | 4816060 | CENTRIA |

| Property Type | Number | Word Mark |
|----------------------|----------|--|
| Registration Number: | 2438328 | DIMENSION SERIES |
| Registration Number: | 3188494 | DURACAST |
| Registration Number: | 3741319 | ECO SOUND BARRIER |
| Registration Number: | 705136 | ECONO-LAP |
| Registration Number: | 3268359 | ECOSCREEN |
| Registration Number: | 4943925 | FLUOROFINISH |
| Registration Number: | 868530 | FOAMWALL |
| Registration Number: | 2826165 | FORMABOND |
| Registration Number: | 4806748 | FORMAVUE |
| Registration Number: | 1020342 | FORMAWALL |
| Registration Number: | 3629250 | GRAPHIX SERIES |
| Registration Number: | 4313083 | LUMATREAD |
| Registration Number: | 2757247 | MICROSEAM |
| Registration Number: | 4076451 | MICROSEAM |
| Registration Number: | 1618413 | SRS |
| Registration Number: | 988816 | TAPMATE |
| Registration Number: | 805428 | VERSACOR |
| Registration Number: | 1569746 | VERSAPANEL |
| Registration Number: | 1683582 | VERSAPANEL |
| Registration Number: | 4956138 | VERSASHIELD |
| Registration Number: | 1419202 | VERSAWALL |
| Registration Number: | 1683581 | VERSAWALL |
| Registration Number: | 4939959 | CONCEPT SERIES |
| Registration Number: | 5223371 | WE CREATE GREAT BUILDING SOLUTIONS EVERY |
| Registration Number: | 0320405 | STEELOX |
| Registration Number: | 1310768 | ULTRA-DEK 124 |
| Registration Number: | 2037498 | DURA-20 |
| Registration Number: | 2025884 | ROYAL K-70 |
| Registration Number: | 2005583 | DOUBLECOTE |
| Registration Number: | 1971249 | STEELOX |
| Registration Number: | 2035454 | AAS |
| Registration Number: | 4818427 | PRIME ALL THE TIME |
| Registration Number: | 4488591 | WHERE MORE THAN COLOR MATTERS |
| Registration Number: | 5001919 | MASTERLINE 16 |
| Serial Number: | 86843874 | METALWRAP |
| Serial Number: | 76717511 | NCIGROUP, INC. |
| Serial Number: | 76718624 | WE CREATE GREAT BUILDING SOLUTIONS EVERY |
| Serial Number: | 87062509 | QUADGARD |

CORRESPONDENCE DATA**Fax Number:** 2129096836*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:** 212-909-6000**Email:** trademarks@debevoise.com**Correspondent Name:** Danjie Fang, Esq.**Address Line 1:** 919 Third Avenue**Address Line 2:** Debevoise & Plimpton LLP**Address Line 4:** New York, NEW YORK 10022

| | |
|---------------------------|---------------|
| NAME OF SUBMITTER: | Danjie Fang |
| SIGNATURE: | /Danjie Fang/ |
| DATE SIGNED: | 11/16/2018 |

Total Attachments: 10

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

TERMINATION AND RELEASE (the "Termination and Release"), dated as of November 16, 2018, from Wells Fargo Bank, National Association, as collateral agent (the "Agent") for itself and the several banks and other financial institutions (the "Lenders") that are parties to the Credit Agreement (as defined below), to NCI Group, Inc., a Nevada corporation having a principal place of business at 10943 N. Sam Houston Parkway W., Houston, Texas 77064 (the "Grantor"). Capitalized terms used herein without definition are used as defined in the ABL Credit Agreement, dated as of February 8, 2018, among the Agent, the Parent (as defined in the Credit Agreement), NCI Group, Inc. ("NCI Group") (as defined in the Credit Agreement), Robertson-Ceco II Corporation ("Robertson") (as defined in the Credit Agreement), the Subsidiary Borrowers (as defined in the Credit Agreement) (together with Parent, NCI Group and Robertson, the "Borrowers") and the Lenders from time to time party thereto (as amended, supplemented, waived or otherwise modified from time to time, the "Credit Agreement") or the Guarantee and Collateral Agreement (as defined below).

WITNESSETH:

WHEREAS, in connection with the Credit Agreement, the Borrowers and certain Domestic Subsidiaries of the Parent executed and delivered a ABL Guarantee and Collateral Agreement, dated as of February 8, 2018, in favor of the Agent as collateral agent for the secured parties (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Guarantee and Collateral Agreement");

WHEREAS, under the terms of the Guarantee and Collateral Agreement, the Grantor executed and delivered that certain Notice and Confirmation of Grant of Security Interest in Trademarks, dated February 8, 2018 (the "Trademark Notice and Confirmation"), in favor of the Agent, under which the Grantor confirmed that a security interest was granted by the Grantor to the Agent in certain Trademarks of the Grantor (the "Security Interest");

WHEREAS, the Trademark Notice and Confirmation was recorded in the Trademark Division of the United States Patent and Trademark Office on February 8, 2018 at Reel 6276, Frame 0314; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademarks.

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademarks pursuant to the Guarantee and Collateral Agreement, the receipt and adequacy of which

are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Release of Security Interest: The Agent hereby terminates, releases and discharges its Security Interest in the Grantor's Trademarks, including the Trademarks identified on Schedule I, and any right, title or interest of the Agent in such Trademarks shall hereby cease and become void.

2. Further Assurances: At the request and sole expense of the Grantor, the Agent shall execute and deliver to the Grantor such documents (including, without limitation, UCC termination statements) as such Grantor shall reasonably request to evidence termination of the Security Interest in the Grantor's Trademarks.

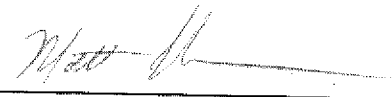
3. Governing Law. THIS TERMINATION AND RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE AGENT AND GRANTOR HEREUNDER AND ANY CLAIM OR CONTROVERSY RELATING HERETO SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK, WITHOUT REGARD TO ITS CONFLICT OF LAWS PROVISIONS.

* * *

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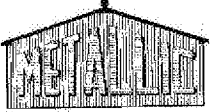

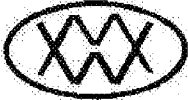

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.






WELLS FARGO BANK, NATIONAL
ASSOCIATION,
as Agent





By: 
Name: *MATT MOULODOUS*
Title: *VP*

SCHEDULE I

Registered Marks




| Trademark | Country | Registration No. | Reg. Date |
|---|----------------|-------------------------|------------------|
| RETRO-R | United States | 1906296 | 07/18/1995 |
| METALLIC BUILDING COMPANY | United States | 2110344 | 11/04/1997 |
|  | United States | 0623865 | 03/27/1956 |
|  | United States | 2028845 | 01/07/1997 |
| A&S BUILDING SYSTEMS | United States | 2028846 | 01/07/1997 |
| MID-WEST STEEL BUILDING COMPANY | United States | 2040247 | 02/25/1997 |
|  | United States | 2030148 | 01/14/1997 |
| NCI BUILDING COMPONENTS | United States | 2028844 | 01/07/1997 |
| NCI | United States | 2079167 | 07/15/1997 |
| DBCI | United States | 2071877 | 06/17/1997 |
| METALLIC | United States | 2119193 | 12/09/1997 |
| VERTI-LOC | United States | 2085914 | 08/05/1997 |
| VISTASHEEN | United States | 2335371 | 03/28/2000 |
| VISTASHADOW | United States | 2335369 | 03/28/2000 |
| SS216 | United States | 2169345 | 06/30/1998 |
|  | United States | 1055914 | 01/11/1977 |


| Trademark | Country | Registration No. | Reg. Date |
|--|---------------|------------------|------------|
|  | United States | 1069517 | 07/12/1977 |
| CLASSIC STEEL FRAME HOMES | United States | 2183547 | 08/25/1998 |
|  | United States | 2196662 | 10/13/1998 |
| BATTENLOK | United States | 1686016 | 05/12/1992 |
| SIGNATURE | United States | 1750427 | 02/02/1993 |
| LOKSEAM | United States | 1684278 | 04/28/1992 |
|  | United States | 1424579 | 01/13/1987 |
| NUROOF | United States | 1917593 | 09/12/1995 |
| FLEXLOC | United States | 1950005 | 01/23/1996 |
| IMPERIAL RIB | United States | 1980366 | 06/18/1996 |
|  AMERICAN BUILDING COMPONENTS | United States | 1926989 | 10/17/1995 |
| MONARCH RIB | United States | 1905298 | 07/18/1995 |
|  | United States | 1206560 | 08/24/1982 |
| REGAL RIB | United States | 1082255 | 01/17/1978 |
| RUGGED RIB | United States | 1171944 | 10/06/1981 |
| NUWALL | United States | 2218230 | 01/19/1999 |
| SUPERLOK | United States | 2161830 | 06/02/1998 |
| STORMPROOF | United States | 2277089 | 09/14/1999 |
| RAIN GUARD | United States | 2192159 | 09/29/1998 |
| CLASSIC | United States | 2256416 | 06/29/1999 |
| PERMA-CLAD | United States | 2193540 | 10/06/1998 |

| Trademark | Country | Registration No. | Reg. Date |
|---|---------------|------------------|------------|
| ARTISAN | United States | 2262021 | 07/20/1999 |
| LITEFRAME | United States | 2266112 | 08/03/1999 |
| TRADITIONAL | United States | 2286987 | 10/19/1999 |
| SLIMLINE | United States | 2192160 | 09/29/1998 |
| AMERI-DRAIN | United States | 2264507 | 07/27/1999 |
| 7/8" WIDE RIB | United States | 2478821 | 08/21/2001 |
| LONG BAY SYSTEM | United States | 2485858 | 09/04/2001 |
| SL-16 | United States | 2359209 | 06/20/2000 |
| MILLENNIUM | United States | 2458977 | 06/12/2001 |
| WEATHERSAFE | United States | 2489812 | 09/18/2001 |
|  | United States | 2837799 | 05/04/2004 |
|  | United States | 2850206 | 06/08/2004 |
| ULTRA-DEK | United States | 2910053 | 12/14/2004 |
| MESCO BUILDING SOLUTIONS | United States | 3112441 | 07/04/2006 |
|  | United States | 3171918 | 11/14/2006 |
| HERITAGE BUILDING SYSTEMS | United States | 2444278 | 04/17/2001 |
|  | United States | 3497466 | 09/09/2008 |
| <i>Design • Price • Buy Online</i> | United States | 2644801 | 10/29/2002 |
| STEELUX | United States | 0500226 | 05/11/1948 |
| STEELUX | United States | 3315295 | 10/23/2007 |
| DESIGNER SERIES | United States | 3510203 | 09/30/2008 |

| Trademark | Country | Registration No. | Reg. Date |
|--|----------------|-------------------------|------------------|
|  STEEL SYSTEMS | United States | 3411288 | 04/15/2008 |
| Design • Price • Buy Online | United States | 3227303 | 04/10/2007 |
|  | United States | 1065170 | 05/10/1977 |
| GARCO | United States | 1624435 | 11/27/1990 |
| EXPRESSPLUS | United States | 3696235 | 10/13/2009 |
| FASTAR | United States | 3631843 | 06/02/2009 |
| STEELBUILDING.COM | United States | 3612444 | 04/28/2009 |
| DESIGN • PRICE • BUY ONLINE | United States | 3740081 | 01/19/2010 |
| LONG BAY | United States | 3625096 | 05/26/2009 |
| ECO-FICIENT | United States | 3787724 | 05/11/2010 |
| CLASSIC STEEL BUILDINGS | United States | 3779840 | 04/27/2010 |
| CUBIX | United States | 4275962 | 01/15/2013 |
| INTELLIGENT DESIGN | United States | 4119895 | 04/03/2012 |
|  | United States | 4127217 | 04/17/2012 |
| METAL COATERS | United States | 4351717 | 06/11/2013 |
| METAL COATERS | United States | 4148181 | 05/29/2012 |
| TUFF T | United States | 2483670 | 08/28/2001 |
| CLINCH CLIP | United States | 2583200 | 06/18/2002 |
| TUFF WALL | United States | 2933827 | 03/15/2005 |
| LOCKGUARD | United States | 3039760 | 01/10/2006 |
| THERMALSAFE | United States | 3039761 | 01/10/2006 |
| TUFF COTE | United States | 3233858 | 04/24/2007 |


| Trademark | Country | Registration No. | Reg. Date |
|---|---------------|------------------|------------|
| SANTA FE | United States | 3640346 | 06/16/2009 |
| METL-VISION | United States | 3640347 | 06/16/2009 |
| METL-SPAN | United States | 3722862 | 12/08/2009 |
|  | United States | 3741567 | 01/26/2010 |
|  | United States | 4560496 | 07/01/2014 |
|  | United States | 4560497 | 07/01/2014 |
| BUILDING RESULTS, EVERYDAY | United States | 4936940 | 04/12/2016 |
| CURL-LOK | United States | 4592092 | 08/26/2014 |
|  | United States | 4632366 | 11/04/2014 |
|  | United States | 4822662 | 09/29/2015 |
| ATMP | United States | 3042293 | 01/10/2006 |
|  | United States | 4806749 | 09/08/2015 |
| CASCADE | United States | 4839383 | 10/27/2015 |
| CENTRIA | United States | 4816060 | 09/22/2015 |
| DIMENSION SERIES | United States | 2438328 | 03/27/2001 |
| DURACAST | United States | 3188494 | 12/26/2006 |
| ECO SOUND BARRIER | United States | 3741319 | 01/19/2010 |
| ECONO-LAP | United States | 705136 | 10/04/1960 |
| ECOSCREEN | United States | 3268359 | 07/24/2007 |

| Trademark | Country | Registration No. | Reg. Date |
|---|----------------|-------------------------|------------------|
| FLUOROFINISH | United States | 4943925 | 04/26/2016 |
| FOAMWALL | United States | 868530 | 04/22/1969 |
| FORMABOND | United States | 2826165 | 03/23/2004 |
| FORMAVUE | United States | 4806748 | 09/08/2015 |
| FORMAWALL | United States | 1020342 | 09/16/1975 |
| GRAPHIX SERIES | United States | 3629250 | 06/02/2009 |
| LUMATREAD | United States | 4313083 | 04/02/2013 |
| MICROSEAM | United States | 2757247 | 08/26/2003 |
| MICROSEAM | United States | 4076451 | 12/27/2011 |
| SRS | United States | 1618413 | 10/23/1990 |
| TAPMATE | United States | 988816 | 07/23/1974 |
| VERSACOR | United States | 805428 | 03/15/1966 |
| VERSAPANEL | United States | 1569746 | 12/05/1989 |
| VERSAPANEL | United States | 1683582 | 04/21/1992 |
| VERSASHIELD | United States | 4956138 | 05/10/2016 |
|  | United States | 1419202 | 12/02/1986 |
| VERSAWALL | United States | 1683581 | 04/21/1992 |
| CONCEPT SERIES | United States | 4939959 | 04/19/2016 |
| WE CREATE GREAT BUILDING SOLUTIONS EVERY DAY. | United States | 5223371 | 06/13/2017 |
| STEELOX | United States | 0320405 | 12/25/1934 |
| ULTRA-DEK 124 | United States | 1310768 | 12/25/1984 |
| DURA-20 | United States | 2037498 | 02/11/1997 |
| ROYAL K-70 | United States | 2025884 | 12/24/1996 |
|  | United States | 2005583 | 10/08/1996 |
|  | United States | 1971249 | 04/30/1996 |

| Trademark | Country | Registration No. | Reg. Date |
|---|---------------|------------------|------------|
|  | United States | 2035454 | 02/04/1997 |
| PRIME ALL THE TIME | United States | 4818427 | 09/22/2015 |
| WHERE MORE THAN COLOR MATTERS | United States | 4488591 | 02/25/2014 |
| MasterLine 16 | United States | 5001919 | 07/19/2016 |

| State Trademark | State | Registration No. | Reg. Date |
|---------------------------|----------|------------------|-----------|
| Heritage Building Systems | Arkansas | 3690 | 02/7/2000 |

Pending Applications

| Trademark | Country | Application/ Serial No. | Application Date | Status |
|---|---------------|----------------------------|------------------|---|
|  | United States | 76717511 | 01/29/2015 | Allowed; Statement of Use due 09/08/2018 |
| WE CREATE GREAT BUILDING SOLUTIONS EVERY DAY | United States | 76718624 | 11/04/2015 | Allowed; Statement of Use due 10/11/2018 |
| METALWRAP | United States | 86/843,874 | 12/09/2015 | Allowed; Statement of Use due 06/20/2018 |
| QUADGUARD | United States | 87/062,509 | 06/07/2016 | Allowed; Statement of Use due 06/27/2018 |