

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM550533

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	10/28/2016		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Moore Products, LLC		10/28/2016	Limited Liability Company: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Service Partners, LLC		
<b>Street Address:</b>	475 North Williamson Boulevard		
<b>City:</b>	Daytona Beach		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	32114		
<b>Entity Type:</b>	Limited Liability Company: VIRGINIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1264262	POLYVENT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3059615812		
<i>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.</i>			
<b>Phone:</b>	3055790812		
<b>Email:</b>	marcosm@gtlaw.com		
<b>Correspondent Name:</b>	Manuel R. Valcarcel, Esq.		
<b>Address Line 1:</b>	333 S.E. 2nd Avenue, 44th Floor		
<b>Address Line 2:</b>	Greenberg Traurig, P.A.		
<b>Address Line 4:</b>	Miami, FLORIDA 33131		
<b>NAME OF SUBMITTER:</b>	Manuel Valcarcel		
<b>SIGNATURE:</b>	/Manuel Valcarcel/		
<b>DATE SIGNED:</b>	11/22/2019		
<b>Total Attachments: 21</b>			
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# ARTICLES OF MERGER

[See Section 13.1-1072(5)(B) of the Virginia Code for information regarding when Articles of Merger can be combined with other filings]

## ARTICLES OF MERGER OF

Service Partners, LLC

5029469-6

The undersigned limited liability companies (or limited liability company and other business entity), pursuant to Section 13.1-1072 of the Code of Virginia, hereby execute the following articles of merger and set forth:

### ONE

Please find attached the Plan of Merger on Exhibit A.

### TWO

There will be no amendment to the survivor's Articles of Organization.

### THREE

The date the plan of merger was approved by each domestic limited liability company that is a party to the merger is: October 28, 2016.

### FOUR

The plan of merger was approved by each domestic limited liability company that is a party to the merger in accordance with the provisions of Section 13.1-1071 of the Virginia Code.

### FIVE

VA053 - 7/4/2016 Wolters Kluwer Online

(As to each foreign limited liability company or other business entity that is a party to the merger, include the following statement):

*ToIS 2415*

The merger is permitted under the laws of the State of North Carolina, under whose laws Denver Southwest, LLC, is organized, and Denver Southwest, LLC has complied with that law in effecting the merger.

*Non-Dom*

The merger is permitted under the laws of the State of Alabama, under whose laws Cell-Pak, LLC, is organized, and Cell-Pak, LLC has complied with that law in effecting the merger.

*Non-Dom*


The merger is permitted under the laws of the State of California, under whose laws Service Partners Supply, LLC, is organized, and Service Partners Supply, LLC has complied with that law in effecting the merger.


The undersigned declares that the facts herein stated are true as of \_\_\_\_\_,  
\_\_\_\_\_.

[Signatures on the following pages]

**SERVICE PARTNERS, LLC**


  
\_\_\_\_\_  
Michelle A. Friel, Manager

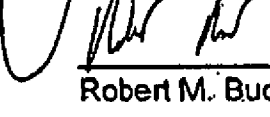
  
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John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**CELL-PAK, LLC**

  
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Michelle A. Friel, Manager


  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**DENVER SOUTHWEST, LLC**

  
\_\_\_\_\_  
Michelle A. Friel, Manager

  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

Articles of Merger

**INDUSTRIAL PRODUCTS CO., LLC**

  
\_\_\_\_\_  
Michelle A. Friel, Manager

  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**INSUL-MART, LLC**

  
\_\_\_\_\_  
Michelle A. Friel, Manager

  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**INSULATION SALES OF MICHIGAN, LLC**


  
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Michelle A. Friel, Manager

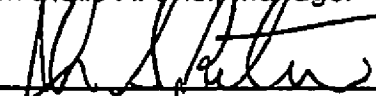
  
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John S. Peterson, Manager

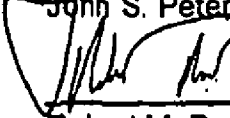
  
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Robert M. Buck, Manager

Articles of Merger

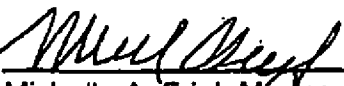
JOHNSON PRODUCTS, LLC

  
Michelle A. Friel, Manager

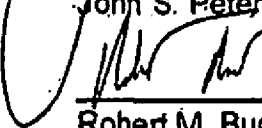
  
John S. Peterson, Manager

  
Robert M. Buck, Manager

LILIENTHAL INSULATION COMPANY, LLC

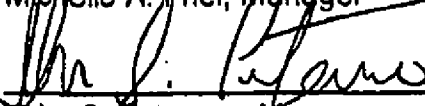
  
Michelle A. Friel, Manager


  
John S. Peterson, Manager

  
Robert M. Buck, Manager

MOORE PRODUCTS, LLC

  
Michelle A. Friel, Manager

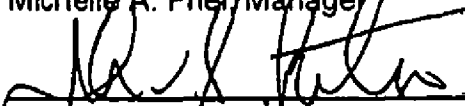
  
John S. Peterson, Manager

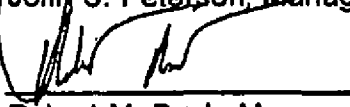
  
Robert M. Buck, Manager

Articles of Merger

**RENFROW INSULATION, LLC**

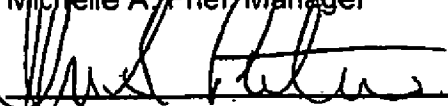
  
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Michelle A. Friel, Manager


  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**RENFROW SUPPLY, LLC**

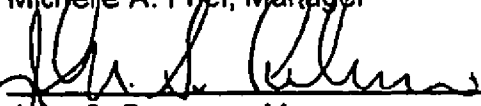
  
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Michelle A. Friel, Manager

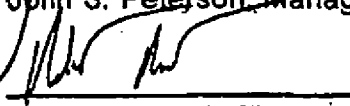
  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**SERVICE PARTNERS GUTTER SUPPLY, LLC**

  
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Michelle A. Friel, Manager

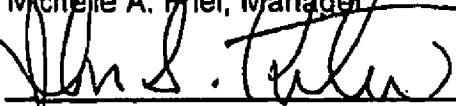
  
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John S. Peterson, Manager

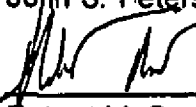
  
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Robert M. Buck, Manager



**SERVICE PARTNERS NORTHWEST, LLC**

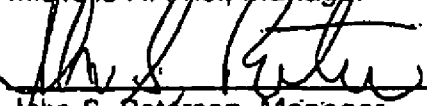
  
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Michelle A. Friel, Manager

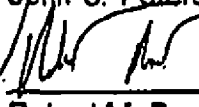
  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**SERVICE PARTNERS OF FLORIDA, LLC**

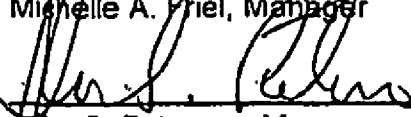
  
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Michelle A. Friel, Manager

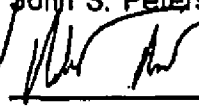
  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**SERVICE PARTNERS OF THE CAROLINAS, LLC**


  
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Michelle A. Friel, Manager


  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**SERVICE PARTNERS SUPPLY, LLC**

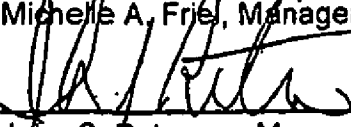
  
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Michelle A. Friel, Manager

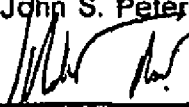
  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager


**THERMOGUARD INSULATION COMPANY, LLC**

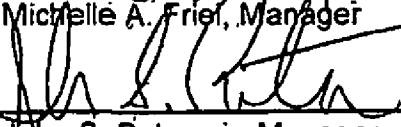
  
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Michelle A. Friel, Manager

  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**VEST INSULATION, LLC**

  
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Michelle A. Friel, Manager

  
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John S. Peterson, Manager

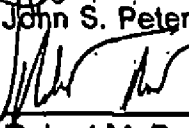
  
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Robert M. Buck, Manager

EXHIBIT A

PLAN AND AGREEMENT OF MERGER

This Plan and Agreement of Merger (this "Agreement") is made as of October 28, 2016, amongst Service Partners, LLC, a Virginia limited liability company (the "Surviving Company"); Cell-Pak, LLC, an Alabama limited liability company; Denver Southwest, LLC, a North Carolina limited liability company; Service Partners Supply, LLC, a California, limited liability company; and Industrial Products, LLC, Insul-Mart, LLC, Insulation Sales of Michigan, LLC, Johnson Products, LLC, Lilienthal Insulation, LLC, Moore Products, LLC, Renfrow insulation, LLC, Renfrow Supply, LLC, Service Partners Gutter Supply, LLC, Service Partners Northwest, LLC, Service Partners of Florida, LLC, Service Partners of The Carolinas, LLC, Thermoguard Insulation Company, LLC and Vest Insulation, LLC, all being Virginia limited liability companies (collectively, the "Disappearing Companies"). The Surviving Company and the Disappearing Companies are sometimes hereinafter jointly referred to as the "Constituent Companies".

Background Information

A. The Constituent Companies, their jurisdictions of organization and their parent corporations are as follows:

- 5029469-6 1. Service Partners, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of TopBuild Services Group Corp.;
- Non-Dom 2. Cell-Pak, LLC, a limited liability company organized under the laws of the State of Alabama and a wholly-owned subsidiary of Service Partners, LLC;
- TO15241-5 3. Denver Southwest, LLC, a limited liability company organized under the laws of the State of North Carolina and a wholly-owned subsidiary of Service Partners, LLC;
- 5032096-2 4. Industrial Products Co., LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;
- 5047723-4 5. Insul-Mart, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;
- 5126123-1 6. Insulation Sales of Michigan, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;
- 5029508-1 7. Johnson Products, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;
- 5066439-38 8. Lilienthal Insulation Company, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;
- 5032721-5 9. Moore Products, LLC, a limited liability company organized under

the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

5032325-5 10. Renfrow Insulation, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

5032324-8 11. Renfrow Supply, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

5062950-3 12. Service Partners Gutter Supply, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

5114178-9 13. Service Partners Northwest, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

5055470-1 14. Service Partners of Florida, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

5029540-4 15. Service Partners of The Carolinas, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC;

Non-Dom 16. Service Partners Supply, LLC, a limited liability company organized under the laws of the State of California and a wholly-owned subsidiary of Service Partners, LLC;

5061127-9 17. Thermoguard Insulation Company, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners Northwest, LLC which is a wholly-owned subsidiary of Service Partners, LLC; and

5031376-9 18. Vest Insulation, LLC, a limited liability company organized under the laws of the State of Virginia and a wholly-owned subsidiary of Service Partners, LLC.

B. The managers and officers of the Constituent Companies have reviewed the terms and conditions of the merger contemplated in this Agreement and have determined that it is in the best interest of their respective corporations to cause the Disappearing Companies to merge with and into the Surviving Company pursuant to the laws of the State of Virginia.

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**State of Agreement**

The parties to this Agreement hereby acknowledge the accuracy of the above Background Information and agree as follows:

§ 1. The Surviving Company is organized and exists under the laws of the State of Virginia.

§ 2. The Disappearing Companies are organized and exist under the laws of Virginia, Alabama, North Carolina and California.

§ 3. At the time when the merger contemplated by this Agreement (the "Merger") becomes effective, the Disappearing Companies shall merge with and into the Surviving Company, and the Surviving Company shall be the only continuing and surviving company and shall continue to exist under Virginia law. The name of the Surviving Company shall be "Service Partners, LLC".

§ 4. The Articles of Organization of the Surviving Company in effect immediately prior to the merger shall be the Articles of Organization of the Surviving Company after the merger, until amended in accordance with the Virginia Law.

§ 5. The Operating Agreement of the Surviving Company in effect immediately prior to the merger shall be the Operating Agreement of the Surviving Company after the merger, until amended in accordance with the Virginia Law.

§ 6. The managers and officers of the Surviving Company immediately prior to the merger shall continue to hold such positions after the merger, pursuant to the Operating Agreement of the Surviving Company.

§ 7. All of the membership interests of the Disappearing Companies are owned by the Surviving Company (other than Thermoguard Insulation Company, LLC, as indicated in Background Information, paragraph A, item (q) above). The membership interest of the Surviving Company immediately prior to the merger shall be unchanged and shall remain the same after the merger. As of the merger, all membership interests of the Disappearing Companies will be cancelled without consideration or that they will be cancelled without conversion to securities, obligations, rights, interests, or other property.

§ 8. The Merger shall become effective for tax and accounting purposes on December 31, 2016 (the "Effective Date").

§ 9. At the merger, and as a result of the Merger, (i) each of the Disappearing Companies shall cease to exist as a separate entity, except as provided by law, and shall merge into the Surviving Company, and the Surviving Company shall be the only continuing and surviving company; (ii) the Surviving Company shall possess all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, immunities, powers, franchises and authority, of a public as well as of a private nature, of each of the Constituent Companies; (iii) obligations belonging to or due to each of the Constituent Companies shall be vested in the Surviving Company without further act or deed, and the titles to any real estate vested by deed or otherwise in any of the Constituent Companies shall be vested in the Surviving Company and shall not revert or be in any way impaired by reason of the Merger; (iv) all rights of creditors and all liens upon any property of any of the Constituent Companies shall be preserved unimpaired, and a proceeding pending against any Constituent Company may be continued as if the Merger did not occur, or the Surviving Company may be substituted in the proceeding for the Disappearing Companies; and (v) all debts, liabilities and duties of the respective Constituent Companies shall thenceforth attach to the Surviving Company and may be enforced against it to the same extent as if such debts, liabilities, and duties had been incurred or contracted by it.

§ 10. Each of the parties shall file all certificates, instruments, and documents and take such other action as are deemed necessary or appropriate to effectuate the Merger and all other transactions contemplated by this Agreement, including, but not limited to, filing all necessary certificates, payment of filing fees, franchise taxes and conveyance fees, obtaining all regulatory approvals, and filing all foreign corporation qualifications necessary or appropriate to conduct the business of the Surviving Company following the Merger.

§ 11. This Agreement may be executed simultaneously in one or more counterparts, each of which shall be deemed to be a duplicate original, but all of which, taken together, shall be deemed to constitute a single instrument.

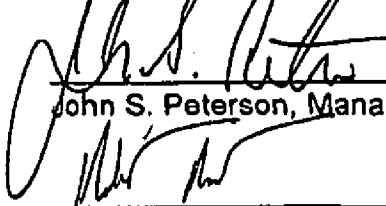
§ 12. This Agreement shall inure to the benefit of and be binding upon the respective successors and assigns (including successive, as well as immediate, successors and assigns) of the parties hereto.

[Signatures on the following pages]

**SERVICE PARTNERS, LLC**



Michelle A. Friel, Manager



John S. Peterson, Manager

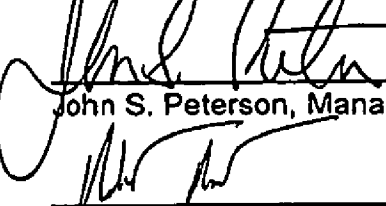


Robert M. Buck, Manager

**CELL-PAK, LLC**



Michelle A. Friel, Manager



John S. Peterson, Manager

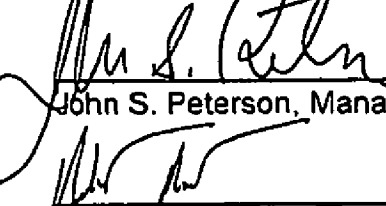


Robert M. Buck, Manager

**DENVER SOUTHWEST, LLC**



Michelle A. Friel, Manager



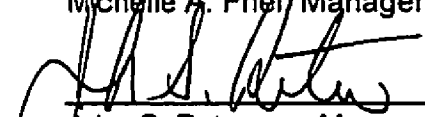
John S. Peterson, Manager




Robert M. Buck, Manager

INDUSTRIAL PRODUCTS CO., LLC


  
Michelle A. Friel, Manager

  
John S. Peterson, Manager

  
Robert M. Buck, Manager

INSUL-MART, LLC

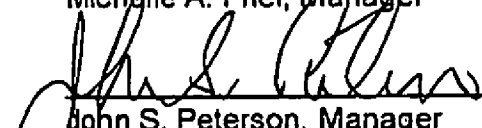
  
Michelle A. Friel, Manager

  
John S. Peterson, Manager

  
Robert M. Buck, Manager

INSULATION SALES OF MICHIGAN, LLC

  
Michelle A. Friel, Manager

  
John S. Peterson, Manager


  
Robert M. Buck, Manager



**JOHNSON PRODUCTS, LLC**


  
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Michelle A. Friel, Manager


  
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John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**LILIENTHAL INSULATION COMPANY, LLC**

  
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Michelle A. Friel, Manager


  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager


**MOORE PRODUCTS, LLC**


  
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Michelle A. Friel, Manager

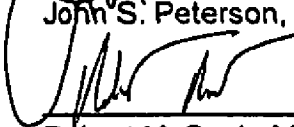
  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager


**RENFROW INSULATION, LLC**

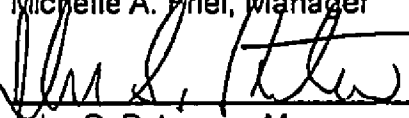
  
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Michelle A. Friel, Manager

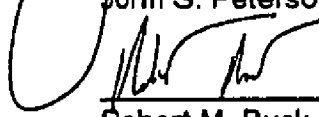
  
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John S. Peterson, Manager

  
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Robert M. Buck, Manager

**RENFROW SUPPLY, LLC**

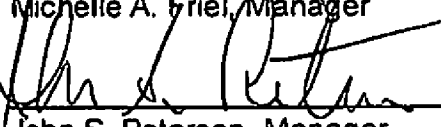
  
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Michelle A. Friel, Manager

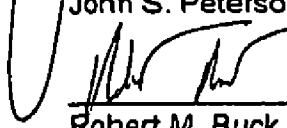
  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**SERVICE PARTNERS GUTTER SUPPLY, LLC**

  
\_\_\_\_\_  
Michelle A. Friel, Manager

  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

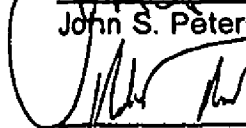
**SERVICE PARTNERS NORTHWEST, LLC**



Michelle A. Friel, Manager



John S. Peterson, Manager



Robert M. Buck, Manager

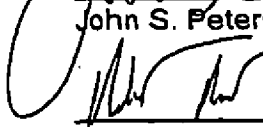
**SERVICE PARTNERS OF FLORIDA, LLC**



Michelle A. Friel, Manager



John S. Peterson, Manager



Robert M. Buck, Manager

**SERVICE PARTNERS OF THE CAROLINAS, LLC**



Michelle A. Friel, Manager



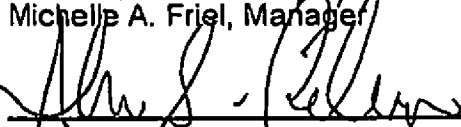
John S. Peterson, Manager




Robert M. Buck, Manager

**SERVICE PARTNERS SUPPLY, LLC**

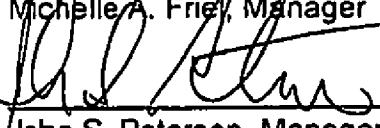
  
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Michelle A. Friel, Manager

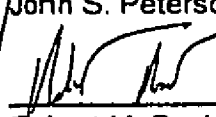
  
\_\_\_\_\_  
John S. Peterson, Manager

  
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Robert M. Buck, Manager

**THERMOGUARD INSULATION COMPANY, LLC**

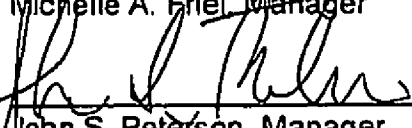
  
\_\_\_\_\_  
Michelle A. Friel, Manager

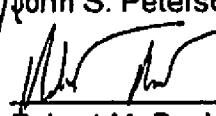
  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**VEST INSULATION, LLC**

  
\_\_\_\_\_  
Michelle A. Friel, Manager

  
\_\_\_\_\_  
John S. Peterson, Manager

  
\_\_\_\_\_  
Robert M. Buck, Manager

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

AT RICHMOND, JANUARY 19, 2017

The State Corporation Commission finds the accompanying articles submitted on behalf of

**SERVICE PARTNERS, LLC**

comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the Office of the Clerk of the Commission, effective January 19, 2017. Each of the following:

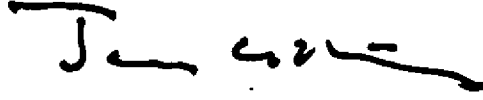
- DENVER SOUTHWEST, LLC
- CELL-PAK, LLC (AN AL LLC NOT QUALIFIED IN VA)
- SERVICE PARTNRS SUPPLY LLC (A CA LLC NOT QUALIFIED IN VA)
- INDUSTRIAL PRODUCTS CO., LLC
- Insul-Mart, LLC
- Insulation Sales of Michigan, LLC
- Johnson Products, LLC
- Lilienthal Insulation Company, LLC
- Moore Products, LLC
- RENFROW SUPPLY, LLC
- RENFROW INSULATION, LLC
- Service Partners Gutter Supply, LLC
- Service Partners Northwest, LLC
- Service Partners of Florida, LLC
- SERVICE PARTNERS OF THE CAROLINAS, LLC
- Thermoguard Insulation Company, LLC
- Vest Insulation, LLC

is merged into SERVICE PARTNERS, LLC, which continues to exist under the laws of VIRGINIA with the name SERVICE PARTNERS, LLC, and the separate existence of each non-surviving entity ceases.

MERGACPT  
CIS0343  
17-01-11-1211

STATE CORPORATION COMMISSION

By



James C. Dimitri  
Commissioner

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of the articles of merger filed in the Clerk's Office of the Commission on January 19, 2017 by Moore Products, LLC, a Virginia limited liability company.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
November 15, 2019*

*Joel H. Peck*  
\_\_\_\_\_  
*Joel H. Peck, Clerk of the Commission*