

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM623232

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY RIGHTS - REEL/FRAME 6426/0183

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as administrative agent		01/29/2021	National Banking Association:

RECEIVING PARTY DATA

Name:	FBM Alpha LLC
Street Address:	2520 Red Hill Avenue
City:	Santa ana
State/Country:	CALIFORNIA
Postal Code:	92705
Entity Type:	Limited Liability Company: DELAWARE
Name:	Foundation Building Materials Holding Company LLC
Street Address:	2520 Red Hill Avenue
City:	Santa ana
State/Country:	CALIFORNIA
Postal Code:	92705
Entity Type:	Limited Liability Company: DELAWARE
Name:	Foundation Building Materials, LLC
Street Address:	2520 Red Hill Avenue
City:	Santa ana
State/Country:	CALIFORNIA
Postal Code:	92705
Entity Type:	Limited Liability Company: CALIFORNIA
Name:	FBM Logistics, LLC
Street Address:	2520 Red Hill Avenue
City:	Santa ana
State/Country:	CALIFORNIA
Postal Code:	92705
Entity Type:	Limited Liability Company: INDIANA
Name:	FBM Canada GSD, Inc.
Street Address:	2520 Red Hill Avenue
City:	Santa ana

TRADEMARK

State/Country:	CALIFORNIA
Postal Code:	92705
Entity Type:	Corporation: CANADA
Name:	FBM Canada SPI, Inc.
Street Address:	2520 Red Hill Avenue
City:	Santa ana
State/Country:	CALIFORNIA
Postal Code:	92705
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	5420976	FOUNDATION BUILDING MATERIALS
Registration Number:	5141074	FBM
Registration Number:	5141075	FBM
Registration Number:	2080126	PROWALL
Registration Number:	2343950	PROSHAPE
Registration Number:	2181417	FOAMPREP
Registration Number:	2677093	GYPSUM SUPPLY CO.
Registration Number:	2677094	GSC GYPSUM SUPPLY CO.
Registration Number:	5178838	WINROC-SPI
Registration Number:	5207061	WINROC SPI
Registration Number:	2207560	WINROC
Registration Number:	2234931	ALLROC

CORRESPONDENCE DATA

Fax Number: 2123108007
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: 2123108000
Email: juan.arias@weil.com
Correspondent Name: Kelsey Watkins
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	K. Watkins - 14845.0133
NAME OF SUBMITTER:	Kelsey Watkins
SIGNATURE:	/Kelsey Watkins/
DATE SIGNED:	01/29/2021

Total Attachments: 7

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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY RIGHTS**

THIS RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY RIGHTS (this "Release"), dated as of January 29, 2021, is made by Bank of America, N.A., as administrative agent and collateral agent (in such capacity, "Administrative Agent"), in favor of FBM Alpha LLC, Foundation Building Materials Holding Company LLC, Foundation Building Materials, LLC, FBM Logistics, LLC, FBM Canada GSD, Inc. and FBM Canada SPI, Inc. (collectively, the "Grantors"), as follows:

WITNESSETH:

WHEREAS, reference is made to the ABL Credit Agreement, dated as of August 13, 2018 (as amended, restated, supplemented or otherwise modified to date, the "Credit Agreement"), by and among FBM Alpha LLC, a Delaware limited liability company (formerly known as LSF9 Cypress Parent, LLC) ("Holdings"), Foundation Building Materials Holding Company LLC, a Delaware limited liability company (formerly known as FBM Beta LLC and LSF9 Cypress Holdings, LLC) (the "Lead Borrower"), the Additional US Borrowers, FBM Canada GSD, Inc., an Alberta corporation ("the Canadian Borrower") (the Canadian Borrower together with the Lead Borrower and Additional US Borrowers, the "Borrowers", and each, a "Borrower"), the several banks and other financial institutions or entities from time to time parties thereto as lenders and as issuing banks and the Administrative Agent;

WHEREAS, pursuant to the U.S. ABL Guarantee and Collateral Agreement, dated as of August 13, 2018, in favor of the Administrative Agent, a lien on and security interest in (the "Security Interest") certain collateral, including the IP Collateral (as hereinafter defined), was granted by Grantors to the Administrative Agent; and for the purpose of recording such Security Interest with respect to the IP Collateral with the United States Patent and Trademark Office and the Canadian Intellectual Property Office, the Grantors entered into that certain ABL U.S. Intellectual Property Security Agreement, dated as of August 13, 2018, (the "IP Security Agreement"), in favor of the Administrative Agent;

WHEREAS, the IP Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on August 13, 2018 at Reel 6426, Frame 0183 and with the Patent Division of the United States Patent and Trademark Office on August 13, 2018 at Reel 046630, Frame 0970;

WHEREAS, the IP Security Agreement was placed on file with the Canadian Intellectual Property Office on August 27, 2018 against the IP Collateral; and

WHEREAS, the Administrative Agent now desires to discharge, cancel, terminate and release its lien on the entirety of its Security Interest in the IP Collateral listed on Schedules 1-3 hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Release, the Administrative Agent hereby agrees as follows:

1. Definitions. The term “IP Collateral,” as used herein, shall have the meaning set forth in the IP Security Agreement and, for avoidance of doubt, shall include all of the Grantor’s right, title and interest in, to and under the Copyrights, Trademarks, and Patents listed on Schedules 1-3 hereto. Capitalized terms not defined herein have the meanings set forth in the Credit Agreement and IP Security Agreement, as applicable.

2. Release of Security Interest. Administrative Agent, without recourse, representation or warranty and at the Grantors’ sole cost and expense, hereby terminates, cancels, releases, relinquishes and forever discharges, in its entirety, for the benefit of Grantors, and their successors and assigns to the IP Collateral, its lien on and any and all security interest in and to the IP Collateral, and retransfers, re-conveys and reassigns to each Grantor, free and clear of any claims by the Administrative Agent, any and all right, title and interest of the Administrative Agent in, to and under the IP Collateral, and such right, title and interest of the Administrative Agent shall hereby terminate, cease and become void.

3. Recordation. The Administrative Agent and the Grantors authorize and request that the Commissioner for Trademarks and Commissioner for Patents and any other applicable government officer record this Release.

4. Delivery by Facsimile. Delivery of an executed signature page to this Release by facsimile or electronic (including .pdf file) transmission shall be as effective as delivery of a manually signed counterpart of this Release.

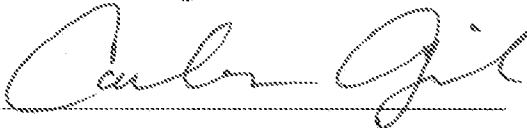
5. Further Assurances. From time to time after the date hereof, upon Grantors’ reasonable written request, or upon the reasonable written request of Grantors’ successors, assigns or other legal representatives, Administrative Agent agrees to provide Grantors or their successors, assigns or other legal representatives with any information and additional authorization and documentation necessary to more fully and effectively effect the release of Administrative Agent’s security interest in the IP Collateral (without recourse, representation or warranty and at Grantors’ sole cost and expense).

6. Governing Law. THIS RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HERETO SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Release of Security Interest in Intellectual Property Rights by its duly authorized officer as of the date first above written.

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 

Name:

Carlos Gil

Title:

Senior Vice President




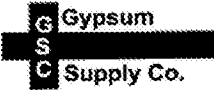
SCHEDULE 1



COPYRIGHT REGISTRATIONS AND EXCLUSIVE COPYRIGHT LICENSES

None.

SCHEDULE 2

TRADEMARK REGISTRATIONS

Loan Party	Title	Filing Date/ Issued Date	Status	Application Registration No.
Foundation Building Materials, LLC	FOUNDATION BUILDING MATERIALS	Mar. 13, 2018	Registered	5420976 (US)
		July 15, 2016	Applied	1791605 (CA)
Foundation Building Materials, LLC	FBM	Feb. 14, 2017	Registered	5141074 (US)
		Apr. 17, 2019	Registered	TMA1019563 (CA)
Foundation Building Materials, LLC	(stylized and/or with design) 	Feb. 14, 2017	Registered	5141075 (US)
Foundation Building Materials, LLC	(stylized with design) 	April 17, 2019	Registered	TMA1019548 (CA)
Foundation Building Materials, LLC		N/A	Unregistered Trademark & Service Logo	N/A
Foundation Building Materials, LLC	PROWALL	July 15, 1997	Registered	2080126 (US)
Foundation Building Materials, LLC	PROSHAPE	Apr. 18, 2000	Registered	2343950 (US)
Foundation Building Materials, LLC	FOAMPREP	Aug. 11, 1998	Registered	2181417 (US)
Foundation Building Materials, LLC	GYPSUM SUPPLY CO.	Jan. 21, 2003	Registered	2677093 (US)
Foundation Building Materials, LLC		Jan. 21, 2003	Registered	2677094 (US)
Foundation Building Materials, LLC	WINROC	N/A	Reg. (WY)	2011-000595401
Foundation Building Materials, LLC	WINROC-SPI	N/A	Reg. (WY)	2011-000657791
			Reg. (LA)	64-9580
			Reg. (NE)	10188398
			Reg. (ND)	36159600
Foundation Building Materials, LLC	ABACUS	N/A	Reg. (GA) & Common Law Mark	N/A

Loan Party	Title	Filing Date/ Issued Date	Status	Application Registration No.
Foundation Building Materials, LLC	CONSTRUCTION SYSTEMS	N/A	Reg. (TX) & Common Law Mark	N/A
Foundation Building Materials, LLC	CSI	N/A	Reg. (TX) & Common Law Mark	N/A
FBM Canada GSD, Inc.	Winroc-SPI	Apr. 25, 2016 Apr. 11, 2017	Registered Cancelled	TMA935908 (CA) 5178838 (US)
FBM Canada GSD, Inc.		Apr. 25, 2016 May 23, 2017	Registered Cancelled	TMA935907 (CA) 5207061 (US)
FBM Canada GSD, Inc.	WINROC	Dec. 17, 2004 Dec. 1, 1998	Expunged Registered	TMA628650 (CA) 2207560 (US)
FBM Canada GSD, Inc.		Dec. 15, 2004	Expunged	TMA628406 (CA)
FBM Canada GSD, Inc.	ALLROC	Dec. 17, 2004 Mar. 23, 1999	Registered Registered	TMA628649 (CA) 2234931 (US)
FBM Canada GSD, Inc.		Mar. 31, 2005	Registered	TMA636511 (CA)
FBM Canada GSD, Inc.	ALLPRO	Nov. 18, 1994	Registered	TMA435814 (CA)
FBM Canada GSD, Inc.	FACKOURY'S BUILDING SUPPLIES	N/A	Common Law Mark	Ontario
FBM Canada GSD, Inc.	LEON'S INSULATION	N/A	Common Law Mark	Ontario
FBM Canada GSD, Inc.	INTERIOR BUILDING SUPPLIES	N/A	Common Law Mark	Windsor, London, & Cambridge, Ontario
FBM Canada SPI, Inc.	BURNABY INSULATION	N/A	Common Law Mark	British Columbia, Alberta
FBM Canada SPI, Inc.	SPI		Formalized	1896256 (CA)
FBM Canada SPI, Inc.	SPI & DESIGN		Formalized	1896257 (CA)

SCHEDULE 3

PATENT REGISTRATIONS

Loan Party	Title	Filing Date Issued Date	Status	Registration No.
Foundation Building Materials, LLC	Drywall Retaining Device	June 9, 2009	Registered	7,543,789