

06-18-2001

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



To the Honorable Commissioner of Patent

101752300

original document or copy thereof.

1. Name of Party(ies) conveying an interest:

Republic Group Incorporated  
P.O. Box 1307  
Hutchinson, Kansas 67504-1307

6-12-01

2. Name and Address of Party(ies) receiving an interest:

Republic Group LLC  
P.O. Box 1307  
Hutchinson, Kansas 67504-1307

JUN 12 2001

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other
- Association
- Limited Partnership

- Individual
- General Partnership
- Corporation
- Other - Delaware limited liability company
- Citizenship
- Association
- Limited Partnership

3. Interest Conveyed:

- Assignment
- Security Agreement
- Other - Conversion from corporation to limited liability company
- Change of Name
- Merger

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

Effective Date: November 9, 2000

4. Application number(s) or registration number(s). Additional sheet attached?

Yes  No

A. Trademark Application No.(s)  
75/563,021; 76/053,052; 76/070,318; 76/070,319; 76/070,320

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Anita Nesser, Esq.  
Internal Address: Baker Botts L.L.P.  
Street Address: 2001 Ross Avenue  
City: Dallas  
State: Texas Zip: 75201

6. Number of applications and registrations involved: 5

7. Amount of fee enclosed or authorized to be charged: \$140.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):  
N/A

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Anita Nesser  
Name of Person Signing

*Anita Nesser*  
Signature

6/11/2001  
Date

Total number of pages including cover sheet 2

OMB No. 0651-0011 (exp.4/94)

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**CERTIFICATE OF CONVERSION  
FROM A CORPORATION  
TO A LIMITED LIABILITY COMPANY**

for

**REPUBLIC GROUP INCORPORATED**

November 9, 2000

The undersigned, as an authorized officer, is duly executing and filing the following Certificate of Conversion for the purpose of converting a Delaware corporation to a limited liability company (the "Conversion"), pursuant to Section 266 of the Delaware General Corporation Law (the "DGCL") and Section 18-214 of the Delaware Limited Liability Company Act (the "DLLCA"):

Article I.

The name of the corporation is Republic Group Incorporated. The name under which the corporation was originally incorporated is Republic Gypsum Company.

Article II.

The date on which the original Certificate of Incorporation was filed with the Secretary of State is August 28, 1961. The jurisdiction where the corporation was first incorporated is Delaware.

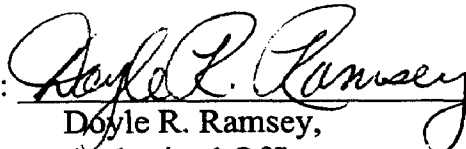
Article III.

A certificate of formation for the limited liability company into which the corporation is being converted has been executed in accordance with the DLLCA. The name of the limited liability company into which the corporation is herein being converted is Republic Group LLC.

Article IV.

The Conversion has been approved by resolution of the board of directors and by vote of the stockholders of the corporation in accordance with the provisions of Section 266 of the DGCL.

This Certificate of Conversion has been executed by the undersigned officer as of the date first set forth above.

By:   
Doyle R. Ramsey,  
Authorized Officer