

Docket No.: 008827.0173

U.S. DEPARTMENT OF COMMERCE
RECORDATION FORM COVER SHEET Patent and Trademark Office
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:
Republic Group Incorporated (a Delaware Corporation)

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other

2. Name and Address of Party(ies) receiving an interest:
Republic Group LLC (a Delaware Limited Liability Company)

Individual Association
 General Partnership Limited Partnership
 Corporation -
 Other - Limited Liability Company
 Citizenship

3. Interest Conveyed:

Assignment Change of Name
 Security Agreement Merger
 Other - Conversion

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 X No

A. Trademark Application No.(s)
74/666,072

B. Trademark Registration No.(s)
1,958,983; 1,869,593; 1,543,501; 1,287,951; 1,023,975;
971,145

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

Name: Anita Nesser, Esq.
Baker Botts L.L.P.
Street Address: 2001 Ross Avenue, Suite 600
City: Dallas
State: Texas Zip: 75201-2980


6. Number of applications and registrations involved: 7

7. Amount of fee enclosed or authorized to be charged: \$190.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):
50-2147

DO NOT USE THIS SPACE

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, Esq.  July 11, 2002

Name of Person Signing Signature Date

Total number of pages including cover sheet 3

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

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Mail documents to be recorded with required cover sheet information:

Commissioner of Patent and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 2504 FRAME: 0730

NOV 09 2000 11:45 FR STRADLEY RONON

302 576 5858 TO 752#143900001#1 P.03/04

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 11:15 AM 11/09/2000
 001563813 - 0571922

**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

NOV 09 2000 11:46 FR STRADLEY RONON

302 576 5858 TO 752#143900081#1 R-03/36

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:15 AM 11/09/2000
001563813 - 0571922

CERTIFICATE OF FORMATION

of

REPUBLIC GROUP LLC

The undersigned, as an authorized person, is duly executing and filing the following Certificate of Formation for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act (6 Del.C. §18-101, et. seq.) (the "Act"):

ARTICLE I

The name of the limited liability company is Republic Group LLC (the "Company").

ARTICLE II

The address of the Company's registered office and the name and address of its registered agent for service of process are as follows:

SR Services, LLC
919 North Market Street, Suite 600
Wilmington, Delaware 19801

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of November 9, 2000.

By: 
Doyle R. Ramsey
Authorized Person