

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 12/31/2004     |

**CONVEYING PARTY DATA**

| Name                   | Formerly | Execution Date | Entity Type           |
|------------------------|----------|----------------|-----------------------|
| Berger Financial Corp. |          | 12/31/2004     | CORPORATION: DELAWARE |

**RECEIVING PARTY DATA**

|                   |                           |
|-------------------|---------------------------|
| Name:             | Berger Bros Company       |
| Street Address:   | 5445 Triangle Parkway     |
| Internal Address: | Suite 350                 |
| City:             | Norcross                  |
| State/Country:    | GEORGIA                   |
| Postal Code:      | 30092                     |
| Entity Type:      | CORPORATION: PENNSYLVANIA |

**PROPERTY NUMBERS Total: 6**

| Property Type        | Number  | Word Mark    |
|----------------------|---------|--------------|
| Registration Number: | 2719922 | GUTTER CROWN |
| Registration Number: | 2840755 | SNOW BRAKES  |
| Registration Number: | 2776283 | F-RAIL       |
| Registration Number: | 2717916 | S-RAIL       |
| Registration Number: | 2142267 | TRAPLOK      |
| Registration Number: | 1820425 | REAL-TOOL    |

**CORRESPONDENCE DATA**

Fax Number: (215)655-2783  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 215.994.2783  
 Email: matthew.smith@dechert.com  
 Correspondent Name: Matthew T. Smith  
 Address Line 1: 4000 Bell Atlantic Tower

CH \$165.00 2719922

Address Line 2: 1717 Arch Street  
Address Line 4: Philadelphia, PENNSYLVANIA 19103-2793

|                    |                 |
|--------------------|-----------------|
| NAME OF SUBMITTER: | Matthew Smith   |
| Signature:         | /Matthew Smith/ |
| Date:              | 03/21/2005      |

Total Attachments: 3  
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source=Berger Financial merger#page2.tif  
source=Berger Financial merger#page3.tif

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

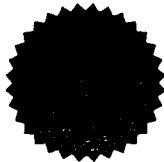
"BERGER FINANCIAL CORP.", A DELAWARE CORPORATION,  
WITH AND INTO "BERGER BROS COMPANY" UNDER THE NAME OF  
"BERGER BROS COMPANY", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND  
FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D.  
2004, AT 8:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF  
DECEMBER, A.D. 2004.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.

3907475 8100M

040951811



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3596125

DATE: 01-05-05

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:20 PM 12/29/2004  
FILED 08:20 PM 12/29/2004  
SRV 040951811 - 2413500 FILE

**CERTIFICATE OF MERGER**  
**OF**  
**BERGER FINANCIAL CORP.**  
**WITH AND INTO**  
**BERGER BROS COMPANY**

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware.

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>Name</u>            | <u>Statement of Incorporation</u> |
|------------------------|-----------------------------------|
| Berger Financial Corp. | Delaware                          |
| Berger Bros Company    | Pennsylvania                      |

**SECOND:** That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is Berger Bros Company, a Pennsylvania corporation.

**FOURTH:** That the Certificate of Incorporation of Berger Bros Company, a Pennsylvania corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation, the address of which is 5445 Triangle Parkway, Suite 350, Norcross, Georgia, 30092.

**SIXTH:** That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

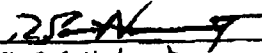
**SEVENTH:** That Berger Bros Company survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any

constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 5445 Triangle Parkway, Suite 350, Norcross, Georgia 30092, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

**EIGHTE:** That this Certificate of Merger shall be effective  
on December 31, 2004.

Dated: December 21, 2004

BERGER BROS COMPANY

By:   
Name: R. Scott Tennant  
Title: C.F.O. & Secretary