

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QE Acquisition Corporation		07/01/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Quality Edge, Inc.
Street Address:	101 Clark Boulevard
City:	Middletown
State/Country:	OHIO
Postal Code:	45044
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 48

Property Type	Number	Word Mark
Registration Number:	3024815	CLEARHEAT
Registration Number:	2924459	TRU CLIP
Registration Number:	2934247	TRUVENT
Registration Number:	3069041	GUTTER REMEDY
Registration Number:	2916767	MASTERGUARD
Registration Number:	2984047	TRU PERFORMANCE
Registration Number:	3013893	GUTTER GATE
Registration Number:	2824056	GUTTERGUARDIAN
Registration Number:	3098634	GUTTER GUNK ISN'T PRETTY
Registration Number:	3096192	THE CLEAR CHOICE FOR YOUR HOME
Registration Number:	3085955	TRUCEDAR
Registration Number:	3083297	GUTTER DEFENDER
Registration Number:	3029945	SAY NO TO GUNK
Registration Number:	3029724	THE CLAW

CH \$1215.00 3024815

Registration Number:	3021585	CLEAR WATER
Registration Number:	3011908	GUTTER WIZARD
Registration Number:	3011907	GUTTERSOL
Registration Number:	3000272	QE
Registration Number:	3000271	QUALITY EDGE
Registration Number:	2897879	GUTTER CONTROL
Registration Number:	2897877	GUTTER MAGIC
Registration Number:	2911480	GUTTER CHAMPION
Registration Number:	2913656	SMART CLIP
Registration Number:	2933702	SMART COIL
Registration Number:	2889859	TRUVALLEY
Registration Number:	2887260	TRUEDGE
Registration Number:	2858572	TRUGUARD
Registration Number:	2751175	ARTIC-4
Registration Number:	2840950	STORM RAIL 160
Registration Number:	2778380	TRU-SHAKE
Registration Number:	2703080	TRUFORM
Registration Number:	2672784	TRULINE
Serial Number:	78858884	FASCIA GUARDIAN
Serial Number:	78858852	GUARDIAN PLUS
Serial Number:	78850043	SOFFIT GUARDIAN
Serial Number:	78692786	DECK CHAMPION
Serial Number:	78692744	INSIDE OUT
Serial Number:	78670501	DECKOR
Serial Number:	78596116	TRUSHIELD
Serial Number:	78580443	COANDA
Serial Number:	78574919	TRUTIMBER
Serial Number:	78553175	PERMATHAW
Serial Number:	76645991	TRU-TEC
Serial Number:	76639186	G
Serial Number:	76619295	TRUCEDAR
Serial Number:	76616945	TRUELEMENTS
Serial Number:	76606581	INTEGRA
Serial Number:	76598623	COBRA CLIP

CORRESPONDENCE DATA

Fax Number: (513)762-7935

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (513) 455-7635

Email: lek@gdm.com

Correspondent Name: Lori Krafte

Address Line 1: 255 East Fifth Street

Address Line 2: 2800 Chemed Center

Address Line 4: Cincinnati, OHIO 45202

NAME OF SUBMITTER:	Lori Krafte
Signature:	/Lori Krafte/
Date:	07/12/2006

Total Attachments: 3

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
QE ACQUISITION CORPORATION**

Pursuant to the provisions of Sections 242 of the General Corporation Law of the State of Delaware, the following Certificate of Amendment to the Certificate of Incorporation of QE ACQUISITION CORPORATION, a Delaware corporation ("Corporation"), is hereby adopted:

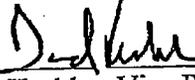
1. The name of the corporation is QE ACQUISITION CORPORATION.
2. Paragraph One of the Corporation's Certificate of Incorporation is amended to read in its entirety as follows:

The name of the Corporation is Quality Edge, Inc.

3. The amendment was adopted by the Corporation's Board of Directors by unanimous written consent effective as of July 1, 2006, and submitted for approval by the Corporation's stockholder, in the manner prescribed in the General Corporation Law of the State of Delaware for amending the Certificate of Incorporation when shares have been issued.
4. The Corporation has outstanding 100 shares of Common Stock, no par value per share, each of which was entitled to one vote with respect to the amendment. The Corporation's sole stockholder approved the amendment by the written consent of the holder of outstanding shares entitled to vote, effective upon the date of filing with the Delaware Secretary of State, in the manner prescribed in the General Corporation Law of the State of Delaware for amending the Certificate of Incorporation when shares have been issued.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 1st day of July, 2006.

QE ACQUISITION CORPORATION

By: 
David Keebler, Vice President

CIN:655712_1

TRADEMARKS (U.S.)

TRADEMARK	SERIAL NUMBER	REGISTRATION NO.
FASCIA GUARDIAN	78/858,884	Pending
GUARDIAN PLUS	78/858,852	Pending
SOFFIT GUARDIAN	78/850,043	Pending
DECK CHAMPION	78/692,786	Pending
INSIDE OUT	78/692,744	Pending
DECKOR	78/670,501	Pending
TRUSHIELD	78/596,116	Pending
COANDA	78/580,443	Pending
TRUTIMBER	78/574,919	Pending
CLEARHEAT	78/553,209	3,024,815
PERMATHAW	78/553,175	Pending
TRU CLIP	78/320,929	2,924,459
TRUVENT	78/318,755	2,934,247
GUTTER REMEDY	78/318,315	3,069,041
MASTERGUARD	78/313,705	2,916,767
TRU PERFORMANCE	78/311,639	2,984,047
GUTTER GATE	78/292,674	3,013,893
GUTTERGUARDIAN	78/109,633	2,824,056
GUTTER GUNK ISN'T PRETTY	76/601,384	3,098,634
THE CLEAR CHOICE FOR YOUR HOME	76/606,582	3,096,192
TRU-TEC	76/645,991	Pending
TRUCEDAR	76/604,785	3,085,955
GUTTER DEFENDER	76/598,477	3,083,297
G and Design Logo	76/639,186	Pending
SAY NO TO GUNK	76/601,387	3,029,945
THE CLAW	76/490,505	3,029,724
CLEAR WATER	76/601,252	3,021,585
GUTTER WIZARD	76/598,476	3,011,908
GUTTERSOL	76/598,475	3,011,907
TRUCEDAR	76/619,295	Pending
TRUELEMENTS	76/616,945	Pending
INTEGRA	76/606,581	Pending
QE Logo	76/605,369	3,000,272
QUALITY EDGE	76/605,364	3,000,271
COBRA CLIP	76/598,623	Pending
GUTTER CONTROL	76/497,613	2,897,879
GUTTER MAGIC	76/497,604	2,897,877
GUTTER CHAMPION	76/497,603	2,911,480
SMART CLIP	76/490,504	2,913,656
SMART COIL	76/489,772	2,933,702
TRUVALLEY	76/479,983	2,889,859
TRUEDGE	76/479,981	2,887,260
TRUGUARD	76/450,662	2,858,572
ARTIC-4	76/364,350	2,751,175
STORM RAIL 160	76/364,336	2,840,950
TRU-SHAKE	76/333,917	2,778,380
TRUFORM	76/230,176	2,703,080
TRULINE	76/099,714	2,672,784

TRADEMARKS (Canada.)

TRADEMARK	SERIAL NUMBER	REGISTRATION NUMBER
TRUGUARD	1,198,071	TMA662108
GUTTERGUARDIAN	1,198,072	TMA640584
GUTTER MAGIC	1,198,073	TMA644224
GUTTER CONTROL	1,198,074	TMA644207

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