

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/19/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
International Aluminum Corporation, a California corporation		09/19/2007	CORPORATION:

**RECEIVING PARTY DATA**

Name:	International Aluminum Corporation, a Delaware corporation
Street Address:	767 Monterey Pass Road
City:	Monterey Park
State/Country:	CALIFORNIA
Postal Code:	91754
Entity Type:	CORPORATION:

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Registration Number:	2827723	YOUR WINDOW TO THE WORLD
Registration Number:	2768461	STORM WALL
Registration Number:	2757536	STORM FRONT
Registration Number:	2327439	OFFICEFRONTS
Registration Number:	2323070	UNIFLASH
Registration Number:	2313201	FASTRAK
Registration Number:	2266642	THE ALUMINIZER
Registration Number:	2282682	POLY-ALUMINIZER
Registration Number:	2330716	STRUCT-LINK
Registration Number:	2221519	HYDRAPUNCH
Registration Number:	2312307	INVIS-O-VENT
Registration Number:	3016669	WORLD OF WINDOWS

**CH \$340.00 2827723**

Serial Number:

78510920

ENERGY SHIELD

**CORRESPONDENCE DATA**

Fax Number: (212)751-4864

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

Phone: 212-906-1200

Email: angela.amaru@lw.com

Correspondent Name: Latham & Watkins

Address Line 1: 885 Third Avenue

Address Line 2: Suite 1000

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:

038265-0076

NAME OF SUBMITTER:

Angela M. Amaru

Signature:

/s/ Angela M. Amaru

Date:

06/19/2009

**Total Attachments: 4**

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# 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 OWNERSHIP, WHICH MERGES:

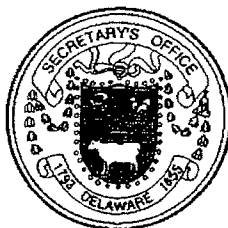
"INTERNATIONAL ALUMINUM CORPORATION", A CALIFORNIA CORPORATION,

WITH AND INTO "INTERNATIONAL ALUMINUM CORPORATION" UNDER THE NAME OF "INTERNATIONAL ALUMINUM CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF SEPTEMBER, A.D. 2007, AT 2:04 O'CLOCK P.M.

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

4415521 8100M

071030919



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6011320

DATE: 09-19-07

TRADEMARK  
REEL: 004008 FRAME: 0272

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:06 PM 09/19/2007  
FILED 02:04 PM 09/19/2007  
SRV 071030919 - 4415521 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
INTERNATIONAL ALUMINUM CORPORATION  
a California corporation  
WITH AND INTO  
INTERNATIONAL ALUMINUM CORPORATION  
a Delaware corporation**

(UNDER SECTION 253 OF THE DELAWARE GENERAL CORPORATION LAW)

International Aluminum Corporation, a California corporation (the "Company"), does hereby certify that:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of California.

SECOND: The Company owns 100% of the outstanding shares of capital stock of International Aluminum Corporation, a Delaware corporation ("IAC (DE)").

THIRD: The Company, by the following resolutions of its Board of Directors, duly adopted by a unanimous written consent dated as of September 13, 2007, authorized and approved the merger of the Company with and into IAC (DE) on the terms and conditions set forth in such resolutions:

WHEREAS, the Company owns all of the outstanding shares of the capital stock of IAC (DE); and

WHEREAS, it is proposed that the Company be merged with and into IAC (DE), with IAC (DE) being the surviving corporation (in such capacity, the "Surviving Corporation") pursuant to Section 253 of the General Corporation Law of the State of Delaware ("DGCL").

NOW, THEREFORE, BE IT RESOLVED, that the Company be merged with and into IAC (DE) (the "Merger"), with IAC (DE) remaining as the Surviving Corporation pursuant to Section 253 of the DGCL; and further

RESOLVED, that the Merger shall be effective upon the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware (the "Effective Time"), and that as of the Effective Time, the Surviving Corporation will assume all of the Company's liabilities and obligations; and further

RESOLVED, that at the Effective Time, upon surrender of the certificate for common stock of the Company held by the sole stockholder of the Company, each then outstanding share of common stock of the Company shall be exchanged for one (1) share of common stock, par value \$0.001 per share, of the Surviving Corporation; and further

RESOLVED, that at the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of IAC (DE) shall be cancelled and no consideration shall be issued in respect thereof; and further

RESOLVED, that the Bylaws and Certificate of Incorporation of IAC (DE) in effect immediately prior to the Merger shall be the Bylaws and Certificate of Incorporation of the Surviving Corporation, until amended, altered or repealed in the manner provided by law; and further

RESOLVED, that the officers and directors of the Company immediately prior to the Merger shall be the officers and directors of the Surviving Corporation, and shall serve in such capacities in accordance with the Bylaws of the Surviving Corporation until the next annual meeting of stockholders of the Surviving Corporation or until their respective successors are duly elected and qualified; and further

RESOLVED, that the proper officers of the Company be, and each of them hereby is, authorized and directed to take all acts and do all things necessary, whether within or without the State of Delaware, to effect the Merger, including without limitation making, executing and acknowledging, in the name and on behalf of the Company, a certificate of ownership and merger and filing the same in the office of the Secretary of State of the State of Delaware; and further

RESOLVED, that any and all actions by any proper officer of the Company taken prior to the date hereof in effecting any of the foregoing resolutions are hereby adopted, approved, confirmed and ratified in all respects as the acts and deeds of the Company.

FOURTH: The Merger shall be effective upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

FIFTH: The Merger has been adopted, approved, certified, executed and acknowledged by the Company in accordance with the laws under which it was organized.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its authorized officer this 19th day of September, 2007.

INTERNATIONAL ALUMINUM  
CORPORATION

By:  /s/ Richard E. Almy \_\_\_\_\_  
Richard E. Almy  
President and Chief Executive Officer

SV1:2787201015Z2801!.DOC54057.0005

RECORDED: 06/19/2009

TRADEMARK  
REEL: 004008 FRAME: 0275