

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/04/2010		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FLINT & WALLING INDUSTRIES, INC.		03/04/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FLINT & WALLING, INC.		
Street Address:	95 N. OAK STREET		
City:	KENDALLVILLE		
State/Country:	INDIANA		
Postal Code:	46755		
Entity Type:	CORPORATION: INDIANA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2464322	CAPTAIN	
CORRESPONDENCE DATA			
Fax Number:	(502)589-4994		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	scox@lcgandm.com		
Correspondent Name:	Scott R. Cox		
Address Line 1:	500 W. Jefferson St., Ste. 2100		
Address Line 2:	Lynch, Cox, Gilman & Mahan P.S.C.		
Address Line 4:	Louisville, KENTUCKY 40202		
ATTORNEY DOCKET NUMBER:	T-527		
NAME OF SUBMITTER:	Scott R. Cox		
Signature:	/Scott R. Cox/		

OP \$40.00 2464322

Date:

05/17/2011

Total Attachments: 15

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RECORD OF OWNERSHIP OF CAPTAIN,
U.S. TRADEMARK REGISTRATION NO. 2,464,322

- I. Flint & Walling Industries, Inc., a Delaware corporation with a business address of 95 North Oak Street, Kendallville, Indiana 46755, adopted and used in its business the trademark, CAPTAIN (the "Trademark"). On January 25, 1999, Flint & Walling Industries, Inc. filed an application with the USPTO for registration of the Trademark, U.S. Application Serial No. 75/627,387. On June 26, 2001, Flint & Walling Industries, Inc. obtained Trademark Registration No. 2,464,322 (the "Registration") for the Trademark.
- II. On December 17, 2002, Flint & Walling Industries, Inc. filed an Amended Certificate of Authority with the State of Indiana, Office of the Secretary of State to operate in the State of Indiana under the name of MascoFW Corporation (attached hereto as **Exhibit A**). As a result of the filing of this Amended Certificate of Authority, MascoFW Corporation became the legal owner of the Registration, the Trademark, and all related rights.
- III. On January 11, 2010, MascoFW Corporation filed an Amended Certificate of Authority with the State of Indiana,

Office of the Secretary of State to operate in the State of Indiana under the name of F&W/Sun Realty, Inc (attached hereto as **Exhibit B**). As a result of the filing of this Amended Certificate of Authority, F&W/Sun Realty, Inc. became the legal owner of the Registration, the Trademark, and all related rights.

IV. On January 20, 2010, F&W/Sun Realty, Inc. filed Articles of Merger with the State of Indiana, Office of the Secretary of State merging F&W/Sun Realty, Inc. into F&W/Star Realty, Inc., with F&W/Star Realty, Inc. being the surviving entity (attached hereto as **Exhibit C**). As a result of the filing of these Articles of Merger, F&W/Star Realty, Inc. became the legal owner of the Registration, the Trademark, and all related rights.

V. On March 4, 2010, F&W/Star Realty, Inc. filed Articles of Merger with the State of Indiana, Office of the Secretary of State merging F&W/Star Realty, Inc. into Flint & Walling, Inc., with Flint & Walling, Inc. being the surviving entity (attached hereto as **Exhibit D**). As a result of the filing of these Articles of Merger, Flint & Walling, Inc. became the legal owner of the Registration, the Trademark, and all related rights.

VI. Therefore, Flint & Walling, Inc., an Indiana corporation with a business address of 95 North Oak Street, Kendallville, Indiana 46755, is currently the legal owner of the Registration, the Trademark, and all rights related thereto.

S:\Trademarks\Captain\05-16-11 Record of Ownership - CAPTAIN.wpd

EXHIBIT A

**State of Indiana
Office of the Secretary of State**

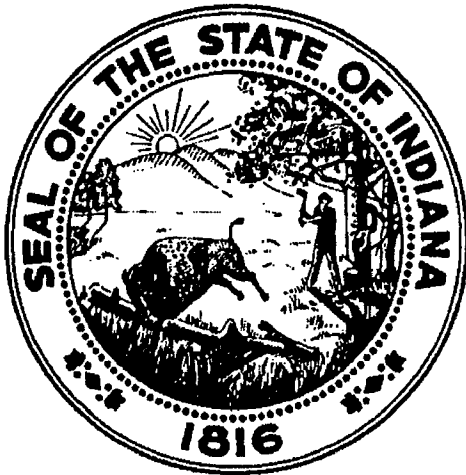
**APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY
of
FLINT & WALLING INDUSTRIES INC**

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Application for Amended Certificate of Authority of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

MASCOFW CORPORATION

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, December 17, 2002.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 17, 2002.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

197810-644 / 2002121895228

**TRADEMARK
REEL: 004543 FRAME: 0153**

197810-644



**APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY**
State Form 39034 (R5 /4 -95) Corporate Form No.1 15
Approved by the State Board of Accounts 1995

**APPROVED
AND
FILED
IND. SECRETARY OF STATE**

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W.Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
Present original and two (2) copies to address in upper right corner of this form.
Please TYPE or PRINT.

Indiana Code 23-1-49-4; 23-17-26-4

FILING FEE: \$30.00

NOTE: This application must be accompanied by a certificate of existence duly authenticated by the proper authority from the corporation's domicile state.

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

Flint & Walling Industries, Inc.

Name of Corporation

**A FOREIGN CORPORATION ADMITTED TO
TRANSACTION BUSINESS IN INDIANA**

The undersigned officers of Flint & Walling Industries, Inc.

(hereinafter referred to as the "Corporation"), which exists pursuant to the provisions of the laws of Delaware

as amended, desire to obtain an Amended Certificate of Authority.

1. The above Corporation received a Certificate of Authority to transact business in the State of Indiana on the 23rd
day of October 1978.

2. The Corporation desires to change its corporate name in Indiana as follows.
MascoFW Corporation

3. The Corporation has changed the period of its duration from _____
to _____.

4. The Corporation has changed the state or country of its incorporation from _____
to _____.

In Witness Whereof, the undersigned, being the Vice President _____ of said
Title

Corporation executes this Application for Amended Certificate of Authority and verifies, subject to penalties of perjury, that the
statements contained herein are true, this 3rd day of December 2002.

Signature

Printed name

Eugene A. Gargaro, Jr.

IN27 - CT System Online

Delaware

PAGE 1

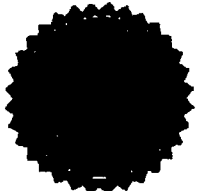
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MASCOFW CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF DECEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

SECRETARY OF STATE
DELAWARE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0831488 8300
020755230

AUTHENTICATION: 2133857

DATE: 12-10-02

TOTAL P.03

EXHIBIT B

**State of Indiana
Office of the Secretary of State**

**APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY
of
MASCOFW CORPORATION**

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Application for Amended Certificate of Authority of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

F & W/SUN REALTY, INC.

Indiana Secretary of State
Packet: 197810-644
Filing Date: 01/11/2010
Effective Date: 01/11/2010

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, January 11, 2010.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, January 11, 2010.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

197810-644 / 2010011265237



**APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY**
State Form 39034 (R6 / 11-98) Corporate Form No. 115
Approved by the State Board of Accounts 1995

RECEIVED
CORPORATIONS DIV.
09 DEC 28 PM 3:43

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-8578

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
Present original and two (2) copies to address in upper right corner of this form.
Please TYPE or PRINT.

Indiana Code 23-1-49-4; 23-17-28-4
FILING FEE: \$30.00

NOTE: This application must be accompanied by a certificate of existence duly authenticated by the proper authority from the corporation's domicile state.

<p>RECEIVED IND. SECRETARY OF STATE JAN 11 2010</p> <p><i>[Signature]</i></p>	<p>APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF</p> <p>Masco FW Corporation Name of Corporation</p> <p>A FOREIGN CORPORATION ADMITTED TO TRANSACTION BUSINESS IN INDIANA</p>	<p>APPROVED AND FILED <i>[Signature]</i> IND. SECRETARY OF STATE</p>
<p>The undersigned officers of <u>MascoFW Corporation</u></p> <p>(hereinafter referred to as the "Corporation"), which exists pursuant to the provisions of the laws of <u>Delaware</u></p> <p>as amended, desire to obtain an Amended Certificate of Authority.</p>		
<p>1. The above Corporation received a Certificate of Authority to transact business in the State of Indiana on the <u>23rd</u> day of <u>October, 1978</u>, 20<u> </u>.</p>		
<p>2. The Corporation desires to change its corporate name in Indiana as follows. <u>F & W/Sun Realty, Inc.</u></p>		<p>Indiana Secretary of State Packet: 197810-644 Filing Date: 01/11/2010 Effective Date: 01/11/2010</p>
<p>3. The Corporation has changed the period of its duration from _____ to _____.</p>		
<p>4. The Corporation has changed the state or country of its incorporation from _____ to _____.</p>		
<p>In Witness Whereof, the undersigned, being the _____ CEO _____ of said Corporation executes this Application for Amended Certificate of Authority and verifies, subject to penalties of perjury, that the statements contained herein are true, this <u>18</u> day of <u>DEC</u>, 20<u>09</u>.</p>		
<p>Signature <i>[Signature]</i></p>	<p>Printed name John A. Zoeller</p>	

Delaware

PAGE 1

RECEIVED
IND. SECRETARY OF STATE

JAN 11 2010

The First State

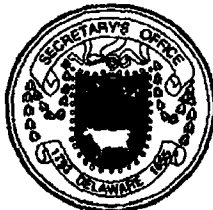
Jeffrey W. Bullock

JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "F & W/SUN REALTY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2010.

0831488 8300

100010939

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7739443

DATE: 01-05-10

EXHIBIT C

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

F & W/STAR REALTY, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

F & W/SUN REALTY, INC.

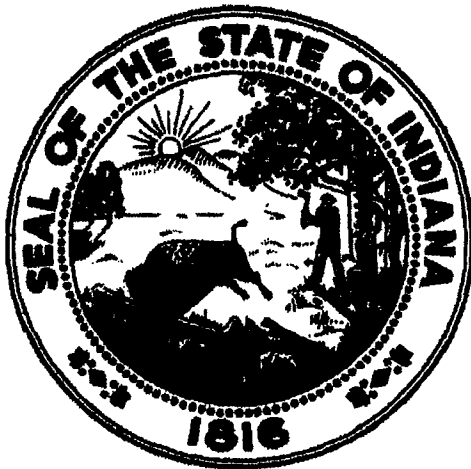
a(n) Delaware For-Profit Foreign Corporation qualified in Indiana

merged with and into the surviving entity:

F & W/STAR REALTY, INC.

Indiana Secretary of State
Packet: 2003121600005
Filing Date: 01/20/2010
Effective Date: 01/20/2010

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, January 20, 2010.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, January 20, 2010.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

2003121600005 / 2010012167609

EXHIBIT D

State of Indiana
Office of the Secretary of State

CERTIFICATE OF MERGER
of
FLINT & WALLING, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

F & W/STAR REALTY, INC.
a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:
FLINT & WALLING, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, March 04, 2010.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, March 4, 2010.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

2000072100616 / 2010030579230