

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308965

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GE Business Financial Services Inc. (f/k/a Merrill Lynch Business Financial Services Inc.), as Collateral Agent		06/27/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Window Products, Inc.		
Street Address:	10507 E. Montgomery Drive		
City:	Spokane Valley		
State/Country:	WASHINGTON		
Postal Code:	99206		
Entity Type:	CORPORATION: WASHINGTON		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	1951104	CASCADE	
Registration Number:	2031730	WINDOW PRODUCTS INC. MANUFACTURERS OF VI	
Registration Number:	3904212	FRAMING LIFE'S MOMENTS	
Registration Number:	4020343	EC	
Registration Number:	4020344	EC	
Registration Number:	3580040	THERMALPRO	
Registration Number:	3580041	WINPRO	
Registration Number:	3786719	LBL WINDOWS	
Registration Number:	3704532	LBL WINDOWS & DOORS INTEGRITY· QUALITY ·	
Registration Number:	3751055	EMPIRE PACIFIC WINDOWS	
Registration Number:	3768095	EPW	
Registration Number:	3488366		
CORRESPONDENCE DATA			
Fax Number:	3129939767		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312/876-7628		
TRADEMARK			

OP \$315.00 1951104

Email: linda.kastner@lw.com
Correspondent Name: Linda R. Kastner, c/o Latham & Watkins
Address Line 1: 330 N. Wabash Avenue
Address Line 2: Suite 2800
Address Line 4: Chicago, ILLINOIS 60611

NAME OF SUBMITTER: Linda Kastner

SIGNATURE: /lk/

DATE SIGNED: 06/27/2014

Total Attachments: 6

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "**Release**"), dated as of June 27, 2014, is made by **GE BUSINESS FINANCIAL SERVICES INC. (f/k/a Merrill Lynch Business Financial Services Inc.)**, as Collateral Agent (the "**Agent**"), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, in connection with that certain Credit Agreement, dated as of March 14, 2007 (as amended, restated, supplemented or otherwise modified from time to time, the "**Credit Agreement**"), by and among KWPI ACQUISITION CORP., a Delaware corporation (which merged into WINDOW PRODUCTS, INC., a Washington corporation) ("**Borrower**"), Agent, and the Lenders and Credit Parties party thereto, Lenders agreed, subject to the satisfaction of certain conditions precedent, to make Loans and other financial accommodations available to Borrower;

WHEREAS, as a condition precedent to the availability of such Loans and other financial accommodations under the Credit Agreement, the Credit Parties granted the security interests contemplated by that certain Security Agreement in favor of Agent, dated as of March 14, 2007 (as amended, restated, supplemented or otherwise modified from time to time, the "**Security Agreement**") in order to secure the payment and performance of the Obligations;

WHEREAS, pursuant to that certain Amendment and Joinder to Security Agreement by and among EMPIRE PACIFIC WINDOWS CORP., a Washington corporation (which merged into Borrower on December 31, 2013) ("**Empire**"), WPI-EPW HOLDINGS CORP., a Delaware corporation (which dissolved on December 31, 2013) ("**WPI-EPW**"), and Agent, dated as of February 8, 2011 (the "**Joinder Agreement**"), Empire and WPI-EPW became parties to the Security Agreement;

WHEREAS, in connection with the Credit Agreement, the Security Agreement and the Joinder Agreement and pursuant to those certain agreements described on Annex I attached hereto (the "**Trademark Security Agreements**"), the Credit Parties granted security interests in certain intellectual property owned by the Credit Parties, including without limitation the trademarks listed on Annex I attached hereto (collectively, the "**Trademarks**") and all of the goodwill of the business connected with the use of, and symbolized by, the Trademarks, as well as all proceeds and claims based on past, present, or future infringement; and

WHEREAS, the Trademark Security Agreements were recorded in the United States Patent and Trademark Office (the "**USPTO**") on the dates and on the reels and frames set forth on Annex I hereto.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby **releases, relinquishes, terminates and discharges**, without any representation, recourse or warranty whatsoever, any and all of its security interest in the intellectual property of the Credit Parties, including the Trademarks, and all of the goodwill of the businesses connected with the use of, and symbolized by, the Trademarks, whether granted pursuant to the Credit Agreement, Security Agreement, Joinder Agreement, the Trademark Security Agreements or any other Loan Document, and Agent hereby reassigns any and all such right, title and interest (if any) that Agent may have in the Trademarks to the Credit Parties.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, Agent has executed this Release as of the date first above written.

GE BUSINESS FINANCIAL SERVICES
INC.

(f/k/a Merrill Lynch Business Financial
Services Inc.),
as Collateral Agent

By: 

Name: Brad Kinn

Title: Its Duly Authorized Signatory

[Signature Page to Termination and Release of Security Interest in Trademarks]

TRADEMARK
REEL: 005310 FRAME: 0771

ANNEX I

The Trademark Security Agreement dated as of March 14, 2007, by WINDOW PRODUCTS, INC. in favor of GE BUSINESS FINANCIAL SERVICES INC. (f/k/a Merrill Lynch Business Financial Services Inc.), as Collateral Agent, which was recorded with the USPTO on March 15, 2007 at Reel/Frame No. 3500/0286 and covering the following trademarks:

TRADEMARK/APPLICATION	REGISTRATION/SERIAL NUMBER	REGISTRATION DATE
CASCADE	1951104/74633485	01/23/1996
WINDOW PRODUCTS INC. MANUFACTURERS OF VINYL WINDOWS SYSTEMS LIFETIME WARRANTY WP	2031730/74719921	01/21/1997

Amendment to Trademark Security Agreement dated as of December 3, 2010, by WINDOW PRODUCTS, INC. in favor of GE BUSINESS FINANCIAL SERVICES INC., as Collateral Agent, which was recorded with the USPTO on December 7, 2010 at Reel/Frame No. 4427/0288 and covering the following trademarks:

TRADEMARK/APPLICATION	REGISTRATION/SERIAL NUMBER	REGISTRATION DATE
FRAMING LIFE'S MOMENTS	3904212/85051169	01/11/2011
EC	4020343/85051178	08/30/2011
EC+	4020344/85051180	08/30/2011
THERMALPRO	3580040/77524534	02/24/2009
WINPRO	3580041/77524542	02/24/2009

The Trademark Security Agreement dated as of March 31, 2009, by WINDOW PRODUCTS, INC. in favor of GE BUSINESS FINANCIAL SERVICES INC., as Collateral Agent, which was recorded with the USPTO on April 1, 2009 at Reel/Frame No. 3962/0860 and covering the following trademarks:

TRADEMARK/APPLICATION	REGISTRATION/SERIAL NUMBER	REGISTRATION DATE
LBL WINDOWS	3786719/77629801	05/11/2010
LBL WINDOWS & DOORS INTEGRITY · QUALITY · INNOVATION	3704532/77629818	11/03/2009

The Trademark Security Agreement dated as of February 8, 2011, by WINDOW PRODUCTS, INC. (as successor-in-interest to Empire Pacific Windows Corp.) in favor of GE BUSINESS FINANCIAL SERVICES INC., as Collateral Agent, which was recorded with the USPTO on February 14, 2011 at Reel/Frame No. 4477/0602 and covering the following trademarks:

TRADEMARK/APPLICATION	REGISTRATION/SERIAL NUMBER	REGISTRATION DATE
EMPIRE PACIFIC WINDOWS	3751055/77377108	02/23/2010
EPW	3768095/ 77377088	03/30/2010
THE COMPANY LOGO	3488366/77377112	08/19/2008