

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		12/19/2007	CORPORATION:

**RECEIVING PARTY DATA**

<b>Name:</b>	Headwaters Incorporated
<b>Street Address:</b>	10653 South Riverfront Parkway
<b>Internal Address:</b>	Suite 300
<b>City:</b>	South Jordan
<b>State/Country:</b>	UTAH
<b>Postal Code:</b>	84095
<b>Entity Type:</b>	CORPORATION:

**PROPERTY NUMBERS Total: 21**

Property Type	Number	Word Mark
Registration Number:	1010455	POZICON
Registration Number:	1152421	POZZOLANIC
Registration Number:	1248044	ORBALOID
Registration Number:	1264266	POWERWALL
Registration Number:	1395433	POZZALIME
Registration Number:	1402656	GYPCEM
Registration Number:	1448523	FLEXCRETE
Registration Number:	1454791	PEANUT MAKER
Registration Number:	1601725	POWERLITE
Registration Number:	1744157	ALSIL
Registration Number:	1911817	FLO FIL
Registration Number:	1879441	TROWEL MASTER
Registration Number:	2004062	C-STONE

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Registration Number:	2162357	HTI
Registration Number:	2038742	COVOL
Registration Number:	2341611	ALKA PHIX
Registration Number:	2039031	ALKA PHIX
Registration Number:	2160040	M A G N A W A L L
Registration Number:	2460753	GELCAT
Registration Number:	2659400	HEADWATERS
Serial Number:	78118491	CARBOREX

**CORRESPONDENCE DATA**

Fax Number: (216)642-8826  
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Correspondent Name: Wegman, Hessler & Vanderburg  
Address Line 1: 6055 Rockside Woods Blvd  
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Address Line 4: Cleveland, OHIO 44131

ATTORNEY DOCKET NUMBER:	020356 236G1
NAME OF SUBMITTER:	Bruce E. Peacock
Signature:	/bep/
Date:	12/20/2007

**Total Attachments: 3**  
source=Executed Assignment US Trademarks and US Trademark Registrations (GE to Headwaters)#page1.tif  
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source=Executed Assignment US Trademarks and US Trademark Registrations (GE to Headwaters)#page3.tif

ASSIGNMENT OF U.S. TRADEMARKS  
AND  
U.S. TRADEMARK REGISTRATIONS

WHEREAS, Headwaters Incorporated, a Utah corporation (hereinafter "Headwaters"), previously assigned an undivided part of its interest in the U.S. Trademarks and U.S. Trademark Registrations listed in Schedule A (hereinafter "The Trademarks") to General Electric Capital Corporation, 401 Merritt 7, Norwalk, Connecticut 06851 (hereinafter "GE") in an instrument entitled "Assignment of an Undivided Part of Assignor's Interest" that was executed on September 19, 2002, and recorded at Reel 2627, Frame 0429 on November 27, 2002 in the United States Patent and Trademark Office.

WHEREAS, GE desires to re-assign to Headwaters all of the right, title and interest in and to the Trademarks it, GE, had obtained in the aforementioned, "Assignment of an Undivided Part of Assignor's Interest".

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, GE hereby assigns to Headwaters all right, title and interest in and to the Trademarks together with the goodwill of the business symbolized by the Trademarks that it, GE, obtained by the aforementioned Assignment of an Undivided Part of Assignor's Interest.

GENERAL ELECTRIC CAPITAL CORPORATION  
401 Merritt 7  
Norwalk, Connecticut 06851

By: 

Title: Vice President

Date: \_ December 19, 2007

SCHEDULE A

- 1    Serial #: 73009040    Filing Dt: 12/17/1973    Reg #: 1010455    Reg. Dt: 05/13/1975  
    Mark:    POZICON
- 2    Serial #: 73221717    Filing Dt: 06/29/1979    Reg #: 1152421    Reg. Dt: 04/28/1981  
    Mark:    POZZOLANIC
- 3    Serial #: 73305429    Filing Dt: 04/13/1981    Reg #: 1248044    Reg. Dt: 08/16/1983  
    Mark:    ORBALOID
- 4    Serial #: 73398219    Filing Dt: 09/30/1982    Reg #: 1264266    Reg. Dt: 01/17/1984  
    Mark:    POWERWALL
- 5    Serial #: 73499272    Filing Dt: 09/13/1984    Reg #: 1395433    Reg. Dt: 06/03/1986  
    Mark:    POZZALIME
- 6    Serial #: 73533662    Filing Dt: 04/22/1985    Reg #: 1402656    Reg. Dt: 07/22/1986  
    Mark:    GYPCEM
- 7    Serial #: 73636328    Filing Dt: 12/22/1986    Reg #: 1448523    Reg. Dt: 07/21/1987  
    Mark:    FLEXCRETE
- 8    Serial #: 73636329    Filing Dt: 12/22/1986    Reg #: 1454791    Reg. Dt: 09/01/1987  
    Mark:    PEANUT MAKER
- 9    Serial #: 73835676    Filing Dt: 11/02/1989    Reg #: 1601725    Reg. Dt: 06/19/1990  
    Mark:    POWERLITE
- 10   Serial #: 74182722    Filing Dt: 07/05/1991    Reg #: 1744157    Reg. Dt: 01/05/1993  
    Mark:    ALSIL
- 11   Serial #: 74479723    Filing Dt: 01/18/1994    Reg #: 1911817    Reg. Dt: 08/15/1995  
    Mark:    FLO FIL
- 12   Serial #: 74509584    Filing Dt: 04/06/1994    Reg #: 1879441    Reg. Dt: 02/21/1995  
    Mark:    TROWEL MASTER
- 13   Serial #: 74665571    Filing Dt: 04/25/1995    Reg #: 2004062    Reg. Dt: 10/01/1996  
    Mark:    C-STONE
- 14   Serial #: 74702012    Filing Dt: 07/17/1995    Reg #: 2162357    Reg. Dt: 06/02/1998

TRADEMARK

REEL: 003683 FRAME: 0028

Mark: HTI

15 Serial #: 75067063 Filing Dt: 03/04/1996 Reg #: 2038742 Reg. Dt: 02/18/1997  
Mark: COVOL

16 Serial #: 75085325 Filing Dt: 04/08/1996 Reg #: 2341611 Reg. Dt: 04/11/2000  
Mark: ALKA PHIX

17 Serial #: 75085326 Filing Dt: 04/08/1996 Reg #: 2039031 Reg. Dt: 02/18/1997  
Mark: ALKA PHIX

18 Serial #: 75189699 Filing Dt: 10/30/1996 Reg #: 2160040 Reg. Dt: 05/26/1998  
Mark: M A G N A W A L L

19 Serial #: 75581349 Filing Dt: 11/02/1998 Reg #: 2460753 Reg. Dt: 06/19/2001  
Mark: GELCAT

20 Serial #: 78018501 Filing Dt: 07/26/2000 Reg #: 2659400 Reg. Dt: 12/10/2002  
Mark: HEADWATERS

21 Serial #: 78118491 Filing Dt: 03/29/2002 Reg #: NONE Reg. Dt:  
Mark: CARBOREX