

LLC => MBCG

(2)

UNITED STATES TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
MERILLAT and Design	1,086,026	7/11/1978
WHITEBAY	1,654,645	8/20/1991
MILBRIDGE	2,018,259	11/19/1996
SENECA RIDGE	2,396,086	7/25/2000
WHITEBAY II	2,302,669	12/21/1999
SUTTON CLIFFS	2,344,006	4/18/2000
SPRING VALLEY	2,358,184	6/13/2000
ARBOR FALLS	2,430,086	2/20/2001
MOUNTAIN MIST	2,322,438	2/22/2000
PRACTICALLY HOME	2,640,496	10/22/2002
ASHLYNN CREEK	2,705,289	4/8/2003
HADLEY	2,782,748	11/11/2003
MARSETT	2,782,747	11/11/2003
LADERA	2,798,663	12/23/2003
CALAIS	2,858,422	6/29/2004
EPIC	2,858,423	6/29/2004
VENTURI	2,787,200	11/25/2003
SAVONA	2,858,419	6/29/2004
CAPRI	2,858,421	6/29/2004
ACERRA	2,858,420	6/29/2004
FAIRLANE	2,787,314	11/25/2003
ORGANOMICS	2,848,420	6/1/2004
MERILLAT CLASSIC	2,851,479	6/8/2004
MASTERPIECE	2,798,786	12/23/2003
ESSENTIALS	2,900,255	11/2/2004
PORTRAIT	2,760,147	9/2/2003
LARIAT	2,828,379	3/30/2004
SUNDALE	2,799,422	12/23/2003
LABELLE	2,837,513	4/27/2004
MARIETTA	2,993,087	9/6/2005
GULFPORT	3,133,809	8/22/2006
PINE VISTA	3,127,637	8/8/2006
LAREDO	3,101,683	6/6/2006
SUPER MODEL	3,140,069	9/5/2006
ARBOR RIDGE	3,077,767	4/4/2006
MONTEBELLO	3,245,373	5/22/2007
CRESTVIEW	3,245,374	5/22/2007
GRAMBLING	3,240,422	5/8/2007
GRAND BAY	3,077,792	4/4/2006
CALISEO	3,363,230	1/1/2008
CIVANO	3,110,630	6/27/2006

UNITED STATES PROPERTIES

<u>Mark</u>	<u>Application No.</u>	<u>Application Date</u>
SONOMA	76/357,513	1/11/2002
SOFT ACTION	78/563,328	2/9/2005
QUINCY	77/008,290	9/27/2006
MERILLAT LEVELONÉ	77/197,982	6/5/2007
HOMESTEAD	77/238,226	7/25/2007
M-GUARD	77/283,512	9/19/2007
MASCO BUILDER CABINET GROUP	77/304,008	10/15/2007
MERIWETHER	77/309,908	10/22/2007
WILLIAM	77/309,918	10/22/2007
VERONA	77/309,925	10/22/2007
MASTERDESIGNER PERKS	77/347,658	12/10/2007

UNITED STATES PROPERTIES

FOREIGN TRADEMARKS

<u>Mark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Registration Date</u>
MERILLAT	Australia	1067956	3/26/2007
MERILLAT and Design	Brunei	21899	3/20/1996
MERILLAT and Design	Chile	532729	6/24/1999
MERILLAT and Design	China	1045514	7/7/2007
MERILLAT	Colombia	184215	2/20/1996
MERILLAT and Design	Ecuador	614/97	3/26/1997
MERILLAT	Hong Kong	2004/08188	10/29/2004
MERILLAT and Design	Hong Kong	7787/1997	11/15/1995
MERILLAT and Design	India	874540	9/2/1999
MERILLAT and Design	Indonesia	378746	12/19/1995
MERILLAT	Japan	5047699	5/18/2007
MERILLAT and Design	Saudi Arabia	392/2	11/7/1995
MERILLAT and Design	Singapore	T95/11239F	11/22/1995
MERILLAT	Singapore	T05/119291	11/22/2005
MERILLAT	Taiwan	1270811	7/16/2007
MERILLAT and Design	Thailand	55067	2/5/1997
MERILLAT	Venezuela	P195005	3/7/1997

<u>Mark</u>	<u>Country</u>	<u>Application No.</u>	<u>Application Date</u>
MERILLAT	China	5819968	12/30/2006
MERILLAT and Design	Guatemala	005681	8/11/1995
MERILLAT and Design	Malaysia	96/00474	1/22/1996
MERILLAT and Design	Mexico	158012	12/30/1992
MERILLAT	Philippines	4-2005-010779	10/28/2005
MERILLAT	South Korea	260/2008	1/3/2008

PROPERTIES

FOREIGN

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 MERGER, WHICH MERGES:

"MERILLAT INDUSTRIES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "MASCO BUILDER CABINET GROUP" UNDER THE NAME OF "MASCO BUILDER CABINET GROUP", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF DECEMBER, A.D. 2007, AT 5:26 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2008.



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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6296514

DATE: 01-09-08

TRADEMARK

REEL: 003727 FRAME: 0477

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:23 PM 12/05/2007
FILED 05:26 PM 12/05/2007
SRV 071289127 - 3323482 FILE

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF A
DOMESTIC LIMITED LIABILITY COMPANY
INTO A
DOMESTIC CORPORATION**

Pursuant to Title 8, 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Masco Builder Cabinet Group, a Delaware corporation, and the name of the limited liability company being merged into this surviving corporation is Merillat Industries, LLC, a Delaware limited liability company.

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Masco Builder Cabinet Group.

FOURTH: The merger is to become effective on January 1, 2008.

FIFTH: The Agreement and Plan of Merger is on file at 21001 Van Born Road, Taylor, Michigan 48180, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the twenty-sixth day of November, A.D., 2007.

MASCO BUILDER CABINET GROUP

By: Lawrence F. Leaman
Lawrence F. Leaman
Vice President

#126150