

Form PTO-1594 (Rev. 12-08)  
 OMB Collection 0651-0027 (exp. 01/31/2009)

U.S. DEPARTMENT OF COMMERCE  
 United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY <span style="float: right; font-size: 1.2em;">83507-41</span>	
To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.	
<p><b>1. Name of conveying party(ies):</b>                      Norcraft Companies, L.P.</p> <p> <input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation- State: _____  <input checked="" type="checkbox"/> Other <u>Delaware Limited Partnership</u>                      Citizenship (see guidelines) _____                      Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                 </p>	<p><b>2. Name and address of receiving party(ies)</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                      Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Name: <u>UBS AG, Stamford Branch, as agent</u>                      Internal Address: _____                      Street Address: <u>677 Washington Blvd.</u>                      City: <u>Stamford</u>                      State: <u>CT</u>                      Country: <u>U.S.A.</u>                      Zip: <u>06901</u></p> <p> <input type="checkbox"/> Association    Citizenship _____  <input type="checkbox"/> General Partnership    Citizenship _____  <input type="checkbox"/> Limited Partnership    Citizenship _____  <input checked="" type="checkbox"/> Corporation    Citizenship _____  <input checked="" type="checkbox"/> Other <u>→ See attached</u>    Citizenship _____                      If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                      (Designations must be a separate document from assignment)                 </p>
<p><b>3. Nature of conveyance / Execution Date(s) :</b>                      Execution Date(s) <u>12/9/09</u></p> <p> <input type="checkbox"/> Assignment                      <input type="checkbox"/> Merger  <input checked="" type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____                 </p>	<p><b>4. Application number(s) or registration number(s) and identification or description of the Trademark.</b>                      A. Trademark Application No.(s) _____                      B. Trademark Registration No.(s) _____</p> <p style="text-align: right;">Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><b>C. Identification or Description of Trademark(s) (and Filing Date If Application or Registration Number is unknown):</b></p>
<p><b>5. Name &amp; address of party to whom correspondence concerning document should be mailed:</b>                      Name: <u>Laura L. Konrath</u>                      Internal Address: <u>Winston &amp; Strawn LLP</u>                      Street Address: <u>35 W. Wacker Drive</u>                      City: <u>Chicago</u>                      State: <u>IL</u>                      Zip: <u>60601</u>                      Phone Number: <u>312-558-5600</u>                      Fax Number: <u>312-558-5700</u>                      Email Address: <u>lkonrath@winston.com</u></p>	<p><b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px;">34</span></p> <p><b>7. Total fee (37 CFR 2.6(b)(6) &amp; 3.41)</b> \$ <u>865.00</u></p> <p> <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <input type="checkbox"/> Enclosed                 </p> <p><b>8. Payment Information:</b>                      Deposit Account Number <u>232428</u>                      Authorized User Name <u>L. Konrath</u></p>
<p><b>9. Signature:</b> <u><i>Laura L. Konrath</i></u>                      12/15/09                      Date                      _____                      Signature                      Date</p> <p><u>Laura L. Konrath</u>                      Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;"> </span>                      Name of Person Signing</p>	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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# CITIZENSHIP OF ITEM 2

UBS AG, STAMFORD BRANCH is the Connecticut-based, capital markets focused arm of UBS AG, a Swiss banking corporation, regulated in the United States by the Federal Reserve. .




TRADEMARK

REEL: 004114 FRAME: 0824

Continuation Item  
4



**SCHEDULE I**  
to  
**TRADEMARK SECURITY AGREEMENT**  
**TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS**

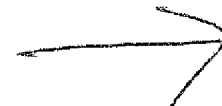
**Trademark Registrations:**

OWNER	DESCRIPTION	COUNTRY	SERIAL NO./ FILING DATE	REG NO./ REGISTERED	CLASS/GOODS AND SERVICES
Norcraft Companies, L.P.	BROOKWOOD	U.S.	74/249,125 2/24/92	1,761,395 3/30/93	20, Cabinetry and parts therefor
Norcraft Companies, L.P.	CROSSINGS 	U.S.	73/780,617 2/13/89	1,558,053 9/26/89	20, Cabinetry
Norcraft Companies, L.P.	Design only 	U.S.	73/592,719 4/11/86	1,426,600 1/27/87	20, Cabinets
Norcraft Companies, L.P.	EXCELLENCE IN CABINETS CROSSINGS 	U.S.	73/778,665 2/3/89	1,563,411 10/31/89	20, Cabinetry
Norcraft Companies, L.P.	KITCHEN & BATH IDEAS	U.S.	76/032,231 4/24/00	2,563,021 4/23/02	42, Design for others in the field of cabinets
Norcraft Companies, L.P.	KITCHEN & BATH IDEAS 	U.S.	76/523,476 6/18/03	2,892,793 10/12/04	35, Retail store services in the field of kitchen and bath cabinetry, appliances, fixtures and countertops 42, Design consulting services
Norcraft Companies, L.P.	NORCRAFT CABINETS	U.S.	74/206,522 9/24/91	1,705,039 8/4/92	20, Kitchen and bath cabinets
Norcraft Companies, L.P.	PDC PERSONAL DESIGN CHOICES 	U.S.	75/721,185 6/3/99	2,505,147 11/6/01	20, Kitchen and bath cabinetry




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TRADEMARK  
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OWNER	DESCRIPTION	COUNTRY	SERIAL NO./ FILING DATE	REG NO./ REGISTERED	CLASS/GOODS AND SERVICES
Norcraft Companies, L.P.	STARMARK 	U.S.	73/236,341 10/22/79	1,162,775 7/28/81	20, Wood cabinets and shelving
Norcraft Companies, L.P.	Fashion Made Affordable	U.S.	78/276,146 07/18/03	3,030,122 12/13/05	20, Kitchen, bath and office cabinets
Norcraft Companies, L.P.	KITCHEN CABINET EXPRESS  KITCHEN CABINET EXPRESS	U.S.	78/767709 12/06/05	3,357,532 12/18/07	35, Retail store services featuring kitchen and bath cabinets
Norcraft Companies, L.P.	YOUR EVERY DAY PARADE OF KITCHENS  YOUR EVERY DAY PARADE OF KITCHENS	U.S.	78/805331 02/02/06	3,180,924 12/05/06	35, Retail store services in the field of kitchen and bath cabinetry, appliances, fixtures and countertops  42, Design consulting services in the field of kitchen and bath cabinetry, appliances, fixtures and countertops
Norcraft Companies, L.P.	KITCHEN AND BATHIDEAS CABINETS SHOWROOM   CABINETS SHOWROOM	U.S.	78/799352 01/25/06	3,168,735 11/07/06	35, Retail store services in the field of kitchen and bath cabinetry, appliances, fixtures and countertops  42, Design consulting services
Norcraft Companies, L.P.	Design Options	U.S.	75/503878 06/17/98	2,499,186 10/16/01	40, Custom manufacture of cabinets to the order and specification of others



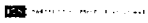

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OWNER	DESCRIPTION	COUNTRY	SERIAL NO./ FILING DATE	REG NO / REGISTERED	CLASS/GOODS AND SERVICES
Norcraft Companies, L.P.	  PDC PERSONAL DESIGN CHOICES	U.S.	77/433213 03/27/08	3,527,121 11/04/08	40, Custom manufacture of cabinetry  42, Design consulting services in the field of residential cabinetry
Norcraft Companies, L.P.	  STARMARK CABINETRY	U.S.	77/323955 11/07/07	3,475,448 07/29/08	20, Kitchen and bathroom cabinets  40, Custom manufacture of cabinetry  42, Design consulting services in the field of residential cabinetry
Norcraft Companies, L.P.	PLAN TOQUOTE  PLAN TOQUOTE	U.S.	77/305084 10/16/07	3,457,226 07/01/08	9, Computer software for use in creating price quotes for customers as to the costs of remodeling cabinetry and cabinetry for new construction
Norcraft Companies, L.P.	  PQ PLAN TO QUOTE	U.S.	77/305143 10/16/07	3,457,228 07/01/08	9, Computer software for use in creating price quotes for customers as to the costs of remodeling cabinetry and cabinetry for new construction
Norcraft Companies, L.P.	DESTINY  DESTINY	U.S.	78/689531 08/10/05	3,652,665 07/07/09	20, Cabinets
Norcraft Companies, L.P.	ENTREÉ  ENTREÉ	U.S.	78/688548 08/09/05	3,655,930 07/14/09	20, Cabinets
Norcraft Companies, L.P.	VISION  VISION	U.S.	78/688760 08/09/05	3,334,502 11/13/07	20, Cabinets


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TRADEMARK  
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OWNER	DESCRIPTION	COUNTRY	SERIAL NO / FILING DATE	REG NO / REGISTERED	CLASS/GOODS AND SERVICES
Norcraft Companies, L.P.	 ICS INNOVATIVE + CABINET + SOLUTIONS	U.S.	78/602879 04/06/05	3,118,412 07/18/06	42, Kitchen and bath design services
Norcraft Companies, L.P.	NORCRAFT COMPANIES	U.S.	78/310494 10/07/03	2,955,754 05/24/05	20, Kitchen, bath and office cabinets 40, Custom manufacture of cabinets to the order and specification of others
Norcraft Companies, L.P.	 NORCRAFT COMPANIES, L.L.C.	U.S.	76/543212 09/08/03	2,871,323 08/10/04	20, Kitchen, bath and office cabinets 40, Custom manufacture of cabinets to the order and specification of others
Norcraft Companies, L.P.	ULTRACRAFT ULTRACRAFT	U.S.	78/689845 08/10/05	3,716,963 11/24/09	20, Furniture cabinets




### Trademark Applications:

APPLICANT	DESCRIPTION	COUNTRY	SERIAL NO / FILING DATE	CLASS/GOODS AND SERVICES
Norcraft Companies, L.P.	Fieldstone	U.S.	77/883683 12/01/09	20, Cabinets
Norcraft Companies, L.P.	Fieldstone Cabinetry	U.S.	77/883542 12/01/09	20, Cabinets
Norcraft Companies, L.P.	Mid Continent Cabinetry	U.S.	77/883565 12/01/09	20, Kitchen, bath and office cabinets
Norcraft Companies, L.P.	MID CONTINENT CABINETRY 	U.S.	77/883711 12/01/09	20, Cabinets

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**TRADEMARK**  
**REEL: 004114 FRAME: 0828**

APPLICANT	DESCRIPTION	COUNTRY	SERIAL NO/ FILING DATE	CLASS/GOODS AND SERVICES
Norcraft Companies, L.P.	NORCRAFT CABINETRY 	U.S.	77/883696 12/01/09	20, Cabinets
Norcraft Companies, L.P.	Mid Continent Pro Series	U.S.	77/884183 12/02/09	20, Cabinets
Norcraft Companies, L.P.	Mid Continent Signature Series	U.S.	77/883996 12/02/09	20, Cabinets
Norcraft Companies, L.P.	 ULTRACRAFT CABINETS FOR LIFE	U.S.	77/719813 04/22/09	20, Cabinets
Norcraft Companies, L.P.	 DESTINY	U.S.	78/690821 08/11/05	20, Cabinets

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TRADEMARK  
REEL: 004114 FRAME: 0829

**EXECUTION COPY****Trademark Security Agreement**

**Trademark Security Agreement**, dated as of December 9, 2009 by NORCRAFT COMPANIES, L.P., a Delaware limited partnership, (the "Pledgor"), in favor of UBS AG, STAMFORD BRANCH, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgor is a party to a U.S. Security Agreement of even date herewith (the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of the Pledgor:

- (a) registered Trademarks and applications therefor of the Pledgor listed on Schedule I attached hereto;
- (b) all Goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing (other than Excluded Property).

SECTION 3. Security Agreement. The security interests granted to the Collateral Agent pursuant to this Trademark Security Agreement are granted in conjunction with the security interests granted to the Collateral Agent pursuant to the Security Agreement, and Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interests in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Collateral Agent shall otherwise determine.



SECTION 4. Termination. Upon the payment in full of the Secured Obligations (other than contingent indemnification Obligations as to which no claim has been asserted) and termination of the Security Agreement, or as otherwise provided in the Credit Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

[signature page follows]

IN WITNESS WHEREOF, Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

NORCRAFT COMPANIES, L.P.,  
as Pledgor

By: NORCRAFT GP, L.L.C.,  
its General Partner

By:   
Name: Leigh Ginter  
Title: Chief Financial Officer

[Signature Page to Trademark Security Agreement]

Accepted and Agreed:

UBS AG, STAMFORD BRANCH,  
as Collateral Agent

By: Mary E. Evans  
Name: Mary E. Evans

Title: Associate Director




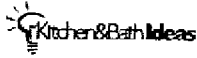

By: Irja R. Otsa  
Name: Irja R. Otsa

Title: Associate Director



[Signature Page to Trademark Security Agreement]

**SCHEDULE I**  
to  
**TRADEMARK SECURITY AGREEMENT**  
**TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS**




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Norcraft Companies, L.P.	EXCELLENCE IN CABINERY CROSSINGS 	U.S.	73/778,665 2/3/89	1,563,411 10/31/89	20, Cabinetry
Norcraft Companies, L.P.	KITCHEN & BATH IDEAS	U.S.	76/032,231 4/24/00	2,563,021 4/23/02	42, Design for others in the field of cabinets
Norcraft Companies, L.P.	KITCHEN & BATH IDEAS 	U.S.	76/523,476 6/18/03	2,892,793 10/12/04	35, Retail store services in the field of kitchen and bath cabinetry, appliances, fixtures and countertops 42, Design consulting services
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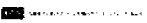

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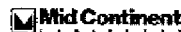
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Norcraft Companies, L.P.	VISION  VISION	U.S.	78/688760 08/09/05	3,334,502 11/13/07	20, Cabinets




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Norcraft Companies, L.P.	Mid Continent Cabinetry	U.S.	77/883565 12/01/09	20, Kitchen, bath and office cabinets
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Norcraft Companies, L.P.	NORCRAFT CABINERY 	U.S.	77/883696 12/01/09	20, Cabinets
Norcraft Companies, L.P.	Mid Continent Pro Series	U.S.	77/884183 12/02/09	20, Cabinets
Norcraft Companies, L.P.	Mid Continent Signature Series	U.S.	77/883996 12/02/09	20, Cabinets
Norcraft Companies, L.P.	 ultracraft <small>DESIGNS FOR LIFE</small> ULTRACRAFT CABINETS FOR LIFE	U.S.	77/719813 04/22/09	20, Cabinets
Norcraft Companies, L.P.	 DESTINY	U.S.	78/690821 08/11/05	20, Cabinets

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