

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2011
CONVEYING PARTY DATA	
Name	Execution Date
Amerimax Fabricated Products, Inc.	12/28/2011
RECEIVING PARTY DATA	
Name:	Euramax International, Inc.
Street Address:	5445 Triangle Parkway
Internal Address:	Suite 350
City:	Norcross
State/Country:	GEORGIA
Postal Code:	30092
PROPERTY NUMBERS Total: 21	
Property Type	Number
Patent Number:	7434358
Patent Number:	5295338
Patent Number:	5187911
Patent Number:	5152115
Patent Number:	5282340
Patent Number:	5522185
Patent Number:	D418403
Patent Number:	6266929
Patent Number:	6688047
Patent Number:	D481929
Patent Number:	D536243
Patent Number:	6951323
Patent Number:	5371979

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Patent Number:	5570557
Patent Number:	D511451
Patent Number:	6996938
Patent Number:	D419863
Patent Number:	D455068
Patent Number:	D457423
Patent Number:	D475613
Patent Number:	7516576

CORRESPONDENCE DATA

Fax Number: (617)897-0998

Email: stokesb@gtlaw.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Bethany A Stokes

Address Line 1: Greenberg Traurig, LLP

Address Line 2: One International Place

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	069714-010500
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NAME OF SUBMITTER:	Bethany A Stokes
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Total Attachments: 4

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AMERIMAX FABRICATED PRODUCTS, INC.", A DELAWARE CORPORATION,

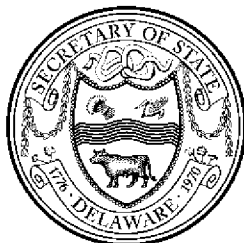
WITH AND INTO "EURAMAX INTERNATIONAL, INC." UNDER THE NAME OF "EURAMAX INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2011, AT 3:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF DECEMBER, A.D. 2011, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9264652

DATE: 12-30-11

PATENT
REEL: 028376 FRAME: 0633

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

AMERIMAX FABRICATED PRODUCTS, INC.

WITH AND INTO

EURAMAX INTERNATIONAL, INC.

Pursuant to Section 253 of the

General Corporation Law of the State of Delaware

EURAMAX INTERNATIONAL, INC., a Delaware corporation (the "Parent"), does hereby certify to the following facts relating to the merger (the "Merger") of AMERIMAX FABRICATED PRODUCTS, INC., a Delaware corporation (the "Subsidiary"), with and into the Parent, with the Parent remaining as the surviving corporation:

FIRST: The Parent is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

SECOND: The Parent owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Board of Directors of the Parent, by the following resolutions duly adopted on December 27, 2011, determined to merge the Subsidiary with and into the Parent pursuant to Section 253 of the DGCL:

WHEREAS, the Corporation is the holder of all the outstanding shares of each class of the capital stock of Amerimax Fabricated Products, Inc., a Delaware corporation (the "AFP");

WHEREAS, the Board deems that it is in the best interests of the Corporation that AFP merge with and into Corporation, with the Corporation surviving such merger (the "AFP Merger"), pursuant to and in accordance with the terms of the Agreement and Plan of Merger by and between the Corporation and AFP, substantially in the form attached as Exhibit C hereto (the "AFP Plan of Merger"); and

NOW, THEREFORE, IT IS HEREBY,

RESOLVED, that the Board hereby approves, and declares the advisability of, each of the AFP Merger, the AFP Plan of Merger, the Certificate of Ownership and Merger for the AFP Merger to be filed with the Delaware Secretary of State substantially in the form attached as Exhibit D hereto (the "Step 10 Subsidiary Certificate of Ownership and Merger");

RESOLVED, that the Board hereby recommends each of the AFP Merger and the AFP Plan of Mergers to the sole stockholder of the Corporation for its approval;

RESOLVED, that, conditional upon the approval of each of the AFP Merger and the AFP Plan of Merger by the sole stockholder of the Corporation, the AFP Merger shall be effective as of 11:59 p.m. Eastern Time on December 30, 2011;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to execute and deliver the AFP Plan of Merger on behalf of the Corporation;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to execute and deliver and file the Step 10 Certificate of Ownership and Merger on behalf of the Corporation; and

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Corporation, to take such other action, and to execute and deliver any and all other instruments and documents, which such Authorized Officer deems necessary or appropriate to effect the AFP Merger and the transactions contemplated thereby.

FOURTH: The Parent shall be the surviving corporation of the Merger.

FIFTH: The Merger is to become effective as of 11:59 P.M. Eastern Time on December 30, 2011.

SIXTH: The certificate of incorporation of the Parent as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation.

[Signature page follows]

IN WITNESS WHEREOF, the Parent has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 28th day of December, 2011.

EURAMAX INTERNATIONAL, INC.

By: RSAL

Name: R. Scott Vansant

Title: Vice President and Chief Financial
Officer

*[Certificate of Ownership and Merger of Euramax International, Inc.
(U.S. Restructuring – Step 10)]*