

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT8012013

| | |
|---|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CONVERSION, REVERSE MERGER, CONVERSION |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| CERTAINEED LLC | 10/23/2019 |
| RECEIVING PARTY DATA | |
| Name: | CERTAINEED LLC |
| Street Address: | 20 MOORES ROAD |
| City: | MALVERN |
| State/Country: | PENNSYLVANIA |
| Postal Code: | 19355 |
| PROPERTY NUMBERS Total: 1 | |
| Property Type | Number |
| Application Number: | 16811205 |
| CORRESPONDENCE DATA | |
| Fax Number: | (312)913-0002 |
| <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: | 3129130001 |
| Email: | docketing@mbhb.com |
| Correspondent Name: | MCDONNELL BOEHNEN HULBERT & BERGHOFF LLP |
| Address Line 1: | 300 S WACKER DRIVE |
| Address Line 2: | SUITE 3200 |
| Address Line 4: | CHICAGO, ILLINOIS 60606 |
| ATTORNEY DOCKET NUMBER: | 18-162-US-DIV |
| NAME OF SUBMITTER: | JAMES V. SUGGS |
| SIGNATURE: | /James V. Suggs/ |
| DATE SIGNED: | 06/16/2023 |
| Total Attachments: 23 | |
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Delaware

The First State

Page 1

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 CONVERSION OF "CERTAINTEED LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2019, AT 8:10 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE LIMITED LIABILITY COMPANY HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE LIMITED LIABILITY COMPANY SHALL CEASE TO EXIST AS A LIMITED LIABILITY COMPANY OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2019 AT 10 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

2152618 0265C
SR# 20197681304

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

Authentication: 203847224
Date: 10-23-19

PATENT
REEL: 064008 FRAME: 0311

CERTIFICATE OF CONVERSION
OF
CERTAINTEED LLC,
A DELAWARE LIMITED LIABILITY COMPANY,
TO
CERTAINTEED LLC,
A TEXAS LIMITED LIABILITY COMPANY
(DELAWARE)

October 23, 2019

This Certificate of Conversion (the "Certificate of Conversion") is being duly executed and filed by the undersigned to convert CertainTeed LLC, a Delaware limited liability company (the "Converting Entity"), to CertainTeed LLC, a Texas limited liability company (the "Converted Entity"), pursuant to Sections 18-204, 18-206 and 18-216(e) of the Delaware Limited Liability Company Act (the "DLLCA"). The undersigned hereby certifies as follows:

1. The name of the Converting Entity immediately prior to the filing of this Certificate of Conversion is CertainTeed LLC, which has been the Converting Entity's name since the filing of its certificate of formation.
2. The Converting Entity is a limited liability company formed under the laws of the State of Delaware and the date of filing of the Converting Entity's certificate of formation is October 22, 2019, with the filing effective as of October 22, 2019.
3. The name of the Converted Entity into which the Converting Entity is to be converted is CertainTeed LLC. The Converted Entity will be a limited liability company formed under the laws of the State of Texas.
4. This Certificate of Conversion and the conversion of the Converting Entity to the Converted Entity (the "Conversion") will be effective as of 10:00 a.m., eastern time, on October 23, 2019.
5. The Conversion has been approved in accordance with Section 18-216 of the DLLCA and the governing documents of the Converting Entity.
6. The Converted Entity agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the Converting Entity arising while it was a limited liability company of the State of Delaware, and it irrevocably appoints the Secretary of State of the State of Delaware (the "Secretary") as its agent to accept service of process in any such action, suit or proceeding. The address to which a copy of such process should be mailed by the Secretary is as follows: 20 Moores Road, Malvern, Pennsylvania 19355.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed as of the date first written above.

CERTAINTeed LLC, a Delaware limited liability company

By:



Mark A. Rayfield
President and Chief Executive Officer

[Item 5.A(ii) -- Signature Page to DE Certificate of Conversion of CertainTeed LLC (DE to TX)]



Office of the Secretary of State

October 23, 2019

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE:
DBMP LLC (File Number: 803452428)
CertainTeed LLC (File Number: 803452429)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

CertainTeed LLC
Domestic Limited Liability Company (LLC)
[File Number: 803452392]

Into

DBMP LLC
Domestic Limited Liability Company (LLC)
[File Number: 803452428]

CertainTeed LLC
Domestic Limited Liability Company (LLC)
[File Number: 803452429]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 10/23/2019

Effective: 10/23/2019 09:30 am



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State



Office of the Secretary of State

CERTIFICATE OF FILING OF

DBMP LLC
File Number: 803452428

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 10/23/2019

Effective: 10/23/2019 09:30 am



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State



Office of the Secretary of State

CERTIFICATE OF FILING OF

CertainTeed LLC
File Number: 803452429

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 10/23/2019

Effective: 10/23/2019 09:30 am



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State

**CERTIFICATE OF DIVISIONAL MERGER
OF
CERTAINTEED LLC**

(TEXAS)

October 23, 2019

FILED
In the Office of the
Secretary of State of Texas

OCT 23 2019

Corporations Section

This Certificate of Divisional Merger is being duly executed and filed by the undersigned to effect the divisional merger (the "Divisional Merger") of CertainTeed LLC, a Texas limited liability company, into two new Texas limited liability companies, pursuant to Chapter 4 and Sections 3.006, 10.151 and 10.153 of the Texas Business Organizations Code (the "TBOC"). The undersigned hereby certifies as follows:

Merging Entity Information

1. The name of the domestic filing entity that is dividing itself is CertainTeed LLC (the "Company").
2. The address of the principal place of business of the Company is 20 Moores Road, Malvern, Pennsylvania 19355.
3. The Company is organized as a Texas limited liability company.
4. Pursuant to a plan of merger approved by the sole member of the Company on the date hereof (the "Plan of Divisional Merger"), the Company will not survive the Divisional Merger.

Plan of Merger

5. In lieu of providing the Plan of Divisional Merger, the Company certifies that:
 - (a) A signed Plan of Divisional Merger is on file at the principal place of business of each new domestic entity created pursuant to the Plan of Divisional Merger, and the address of such principal place of business is provided in this Certificate of Divisional Merger.
 - (b) On written request, a copy of the Plan of Divisional Merger will be furnished without cost by each new domestic entity to any owner or member of any domestic entity that is a party to or created by the Plan of Divisional Merger.
 - (c) Because the Company will not survive the Divisional Merger, no amendments to the certificate of formation of the Company are effected by the Divisional Merger.
 - (d) The name, jurisdiction of organization, principal place of business address and entity description of each entity to be created pursuant to the Plan of Divisional Merger are as follows:

(i) A new Texas limited liability company named DBMP LLC ("DBMP") will be created pursuant to the Plan of Divisional Merger.

(ii) The address of the principal place of business of DBMP is 20 Moores Road, Malvern, Pennsylvania 19355.

(iii) A new Texas limited liability company named CertainTeed LLC ("New CT") will be created pursuant to the Plan of Divisional Merger.

(iv) The address of the principal place of business of New CT is 20 Moores Road, Malvern, Pennsylvania 19355.

(e) The certificate of formation of each of DBMP and New CT is being filed with the Secretary of State of the State of Texas along with this Certificate of Divisional Merger.

Approval of Plan of Merger

6. The Plan of Divisional Merger has been approved as required by the TBOC and other applicable laws of the jurisdiction of formation and by the governing documents of the Company.

Effectiveness of Filing

7. This Certificate of Divisional Merger and the Divisional Merger will be effective as of 9:30 a.m. central time, on October 23, 2019.

Tax Certificate

8. In lieu of the Company providing a tax certificate from the Texas Comptroller of Public Accounts, New CT will be liable for the payment of any franchise taxes of the Company required in the State of Texas.

[Signature Page Follows]

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are correct and that the person signing is authorized under the provisions of the TBOC to execute this Certificate of Divisional Merger. The undersigned has duly executed this Certificate of Divisional Merger as of the date first written above.

CERTAINTeED LLC, a Texas limited liability company

By:



Mark A. Rayfield
President and Chief Executive Officer

[Item 6.A(iii) – Signature Page to TX Certificate of Divisional Merger of CertainTeed LLC]

PATENT
REEL: 064008 FRAME: 0320

**CERTIFICATE OF FORMATION
OF
DBMP LLC
(TEXAS)**

FILED
In the Office of the
Secretary of State of Texas
OCT 23 2019
Corporations Section

October 23, 2019

This Certificate of Formation is being duly executed and filed by the undersigned to form DBMP LLC, a Texas limited liability company (the "Company"), under a plan of divisional merger, pursuant to Chapter 4 and Sections 3.006 and 10.153 of the Texas Business Organizations Code (the "TBOC"). The undersigned hereby certifies as follows:

**ARTICLE I
ENTITY NAME AND TYPE**

The name of the filing entity being formed is DBMP LLC. The filing entity being formed is a limited liability company.

**ARTICLE II
REGISTERED AGENT AND REGISTERED OFFICE**

The Company's initial registered agent is CT Corporation System, who has consented to serve as the registered agent of the Company pursuant to Section 5.2011 of the TBOC, which consent is included in the Company's permanent records. The business address of both the registered agent and the Company's initial registered office is 1999 Bryan Street, Suite 900, Dallas, Texas 75201, Dallas County.

**ARTICLE III
GOVERNING AUTHORITY**

The Company will have managers. The name and address of each initial manager of the Company are as follows:

| <u>Name</u> | <u>Address</u> |
|---------------------|-----------------------------|
| Joseph N. Bondi | c/o DBMP LLC |
| Sean R. Knapp | 20 Moores Road |
| D. Lawrence Rayburn | Malvern, Pennsylvania 19355 |

**ARTICLE IV
PURPOSE**

The purpose for which the Company is formed is for the transaction of any and all lawful purposes for which limited liability companies may be organized under the TBOC.

**ARTICLE V
EFFECTIVENESS OF FILING**

This Certificate of Formation and the formation of the Company will be effective as of 9:30 a.m., central time, on October 23, 2019.

**ARTICLE VI
FORMATION UNDER PLAN OF MERGER**

The Company is being formed under a plan of divisional merger pursuant to Section 3.006 and Chapter 10 of the TBOC.

[Signature Page Follows]

The undersigned affirms that that person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute this Certificate of Formation. The undersigned has duly executed this Certificate of Formation as of the date first written above.

CERTAINT EED LLC, a Texas limited liability company

By: _____



Mark A. Rayfield
President and Chief Executive Officer

[Item 6.A(iv) - Certificate of Formation of DBMP (TX)]

PATENT
REEL: 064008 FRAME: 0323

**CERTIFICATE OF FORMATION
OF
CERTAINTEED LLC**

(TEXAS)

October 23, 2019

FILED
In the Office of the
Secretary of State of Texas
OCT 23 2019
Corporations Section

This Certificate of Formation is being duly executed and filed by the undersigned to form CertainTeed LLC, a Texas limited liability company (the "Company"), under a plan of divisional merger pursuant to Chapter 4 and Sections 3.006 and 10.153 of the Texas Business Organizations Code (the "TBOC"). The undersigned hereby certifies as follows:

**ARTICLE I
ENTITY NAME AND TYPE**

The name of the filing entity being formed is CertainTeed LLC. The filing entity being formed is a limited liability company.

**ARTICLE II
REGISTERED AGENT AND REGISTERED OFFICE**

The Company's initial registered agent is CT Corporation System, who has consented to serve as the registered agent of the Company pursuant to Section 5.2011 of the TBOC, which consent is included in the Company's permanent records. The business address of both the registered agent and the Company's initial registered office is 1999 Bryan Street, Suite 900, Dallas, Texas 75201, Dallas County.

**ARTICLE III
GOVERNING AUTHORITY**

The Company will have managers. The name and address of the sole initial manager of the Company are as follows:

| <u>Name</u> | <u>Address</u> |
|------------------|--|
| Mark A. Rayfield | c/o CertainTeed LLC 20 Moores Road Malvern, Pennsylvania 19355 |

**ARTICLE IV
PURPOSE**

The purpose for which the Company is formed is for the transaction of any and all lawful purposes for which limited liability companies may be organized under the TBOC.

**ARTICLE V
EFFECTIVENESS OF FILING**

This Certificate of Formation and the formation of the Company will be effective as of 9:30 a.m., central time, on October 23, 2019.

**ARTICLE VI
FORMATION UNDER PLAN OF MERGER**

The Company is being formed under a plan of divisional merger pursuant to Section 3.006 and Chapter 10 of the TBOC.

[Signature Page Follows]

The undersigned affirms that that person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute this Certificate of Formation. The undersigned has duly executed this Certificate of Formation as of the date first written above.

CERTAINT EED LLC, a Texas limited liability company

By:



Mark A. Rayfield
President and Chief Executive Officer

[Item 6.A(vi) - Signature Page to TX Certificate of Formation of New CertainTeed (TX)]

PATENT
REEL: 064008 FRAME: 0326

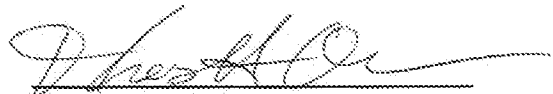
CONFIRMATION OF ASSET TRANSFER

On October 23, 2019 at 9:30 am, CertainTeed LLC, a Texas limited liability company, was merged into two new Texas limited liability companies CertainTeed LLC and DMBP LLC, as described in the Certificate of Divisional Merger of CertainTeed LLC filed October 23, 2019. The previous CertainTeed LLC entity did not survive the merger.

I, Thomas H. Osborn, hereby confirm that pursuant to the Plan of Divisional Merger underlying this merger, all intellectual property assets of the previous CertainTeed LLC entity were transferred at 9:30 am October 23, 2019 to the newly-created CertainTeed LLC entity, and no intellectual property assets of the previous CertainTeed LLC entity were transferred to DMBP LLC.

Date:

May 20, 2020



Thomas H. Osborn
Assistant Secretary
CertainTeed LLC

Delaware


The First State

Page 1

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 CONVERSION OF A TEXAS LIMITED LIABILITY COMPANY UNDER THE NAME OF "CERTAINTEED LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2019, AT 8:11 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2019 AT 11 O'CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7668093 8100F
SR# 20197681417

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

Authentication: 203847258
Date: 10-23-19

PATENT
REEL: 064008 FRAME: 0328

**CERTIFICATE OF CONVERSION
OF
CERTAINTEED LLC,
A TEXAS LIMITED LIABILITY COMPANY,
TO
CERTAINTEED LLC,
A DELAWARE LIMITED LIABILITY COMPANY**

(DELAWARE)

October 23, 2019

This Certificate of Conversion (the "Certificate of Conversion") is being duly executed and filed by the undersigned to convert CertainTeed LLC, a Texas limited liability company (the "Converting Entity"), to CertainTeed LLC, a Delaware limited liability company (the "Converted Entity"), pursuant to Sections 18-204, 18-206 and 18-214 of the Delaware Limited Liability Company Act. The undersigned hereby certifies as follows:

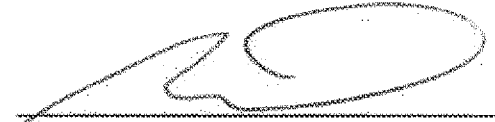
1. The Converting Entity was first formed on October 23, 2019 under the laws of the State of Texas, and its jurisdiction of formation has not changed.
2. Immediately prior to the filing of this Certificate of Conversion, the name of the Converting Entity is CertainTeed LLC and the Converting Entity is a limited liability company.
3. The certificate of formation of the Converted Entity (the "Certificate of Formation") is being filed with the Secretary of State of the State of Delaware simultaneously with the filing of this Certificate of Conversion and provides for the same effective time as this Certificate of Conversion. The name of the Converted Entity set forth in the Certificate of Formation is CertainTeed LLC.
4. This Certificate of Conversion and the Conversion of the Converting Entity to the Converted Entity (the "Conversion") will be effective as of 11:00 a.m., eastern time, on October 23, 2019.
5. The Conversion has been approved in the manner provided for by the Texas Business Organizations Code and the governing documents of the Converting Entity and a limited liability company agreement for the Converted Entity has been approved in the same manner.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be duly executed as of the date first written above.

CERTAINTeED LLC, a Texas limited liability company

By:



Mark A. Rayfield
President and Chief Executive Officer

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "CERTAINTEED LLC" FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2019, AT 8:11 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2019 AT 11 O`CLOCK A.M.



A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

7668093 8100F
SR# 20197681417

Authentication: 203847258
Date: 10-23-19

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

PATENT
REEL: 064008 FRAME: 0331

**CERTIFICATE OF FORMATION
OF
CERTAINTEED LLC**

(DELAWARE)

October 23, 2019

This Certificate of Formation (the "Certificate of Formation") is being duly executed and filed by the undersigned to form CertainTeed LLC, a Delaware limited liability company (the "Company"), in connection with a conversion, pursuant to Sections 18-201, 18-204, 18-206 and 18-214 of the Delaware Limited Liability Company Act. The undersigned hereby certifies as follows:

ARTICLE ONE: The name of the Company is "CertainTeed LLC".

ARTICLE TWO: The registered office of the Company in the State of Delaware is located at 1209 Orange Street, in the City of Wilmington, New Castle County, 19801. The name of the registered agent at such address upon which process against the Company may be served is The Corporation Trust Company.

ARTICLE THREE: The Certificate of Conversion of the entity converting into the Company is being filed with the Secretary of State of the State of Delaware simultaneously with the filing of this Certificate of Formation and provides for the same effective time as this Certificate of Formation.

ARTICLE FOUR: This Certificate of Formation and the formation of the Company will be effective as of 11:00 a.m., Eastern Time, on the date first written above.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Formation to be executed as of the date first written above.

CERTAINEED LLC, a Delaware limited liability company

By: 

Mark A. Rayfield
President and Chief Executive Officer

[Item 7.A(iv) -- Signature Page to Certificate of Formation of CertainTeed LLC (TX to DE conversion)]