


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼		

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Georgia-Pacific Corporation <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input checked="" type="checkbox"/> Corporation Georgia <input type="checkbox"/> Other Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>BlueLinx Corporation f/k/a ABP Distribution Inc.</u> Internal Address: <u>4100 Wildwood Parkway</u> Street Address: City: <u>Atlanta</u> State: <u>GA</u> Zip: <u>30339</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation – <u>Georgia</u> <input type="checkbox"/> Other: If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: <u>May 7, 2004</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) See attached schedule B. Trademark Registration No.(s) See attached schedule Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Scott M. Kareff, Esq.</u> Internal Address: <u>Schulte Roth & Zabel LLP</u> <hr/> Street Address: <u>919 Third Avenue</u> City: <u>New York</u> State: <u>N.Y.</u> Zip: <u>10022</u>	6. Total number of applications and registrations involved: <u>24</u> 7. Total fee (37 CFR 3.41).....\$ <u>615.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>500675 – Schulte Roth & Zabel LLP</u> (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> Scott M. Kareff, Esq. Name of Person Signing	 Signature	May 21, 2004 Date
Total number of pages including cover sheet, attachments, and document: <u>10</u>		

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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SCHEDULE**UNITED STATES****TRADEMARK REGISTRATIONS AND APPLICATIONS**

<u>Mark</u>	<u>Status</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
ACCUCHOICE	REGISTERED	1,731,998	11/30/1992
ACCUCHOICE	REGISTERED	1,994,900	8/20/1996
BUILDER CONNECTION	REGISTERED	2,816,997	2/24/2004
CASTLE RIDGE	REGISTERED	1,594,257	5/1/1990
CEDAR LANE and Design	REGISTERED	1,854,196	9/13/1994
CHATHAM RIDGE	REGISTERED	1,693,018	6/9/1992
DECK-LOCK	REGISTERED	1,496,547	7/19/1998
DETAILS	REGISTERED	2,246,288	5/18/1999
FOREST RIDGE	REGISTERED	1,592,036	4/17/1990
GRAND PASSAGE	REGISTERED	1,560,482	10/17/1989
GRAND PASSAGE and Design	REGISTERED	1,560,483	10/17/1989
GYP-GRIP	REGISTERED	1,383,021	2/18/1986
PARKSIDE	REGISTERED	1,991,923	8/6/1996
PROLINE	REGISTERED	2,632,076	10/8/2002
RANCHGUARD	REGISTERED	1,175,799	11/3/1981
RANCHGUARD	REGISTERED	1,275,782	5/1/1984
R-GUARD	REGISTERED	1,101,497	9/5/1978
SAVANNAH	REGISTERED	2,494,956	10/2/2001

<u>Mark</u>	<u>Status</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
SHADOW RIDGE	REGISTERED	1,469,802	12/22/1987
SOUTHERN ELEGANCE	REGISTERED	2,772,176	10/7/2003
TOUGH FLASH	FILED	76/096,898	
TUF-SHIELD	REGISTERED	1,593,045	4/24/1990
WE HELP YOU BUILD YOUR BUSINESS	REGISTERED	2,045,922	3/13/1997
WYNDHAM LANE	REGISTERED	2,283,742	10/5/1999

Execution Version**TRADEMARK ASSIGNMENT**

This **TRADEMARK ASSIGNMENT** (the "Assignment") is made and entered into as of May 7, 2004 (the "Effective Date") by and between **GEORGIA-PACIFIC CORPORATION**, a corporation formed under the laws of Georgia ("the Assignor"), and **BLUELINX CORPORATION**, formerly known as **ABP DISTRIBUTION INC.**, a corporation formed under the laws of Georgia ("the Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement made and entered into as of March 12, 2004 (the "Agreement"), pursuant to which Assignor did agree to sell, convey, transfer, assign and deliver to Assignee all of Assignor's legal and beneficial right, title and interest in and to the **Acquired Assets** (as defined in the Agreement), including, without limitation all of the trademarks and service marks, and the registrations and applications therefore listed on Schedule A attached hereto (the "Trademarks"); and

WHEREAS, Assignee wishes to acquire all of Assignor's right, title and interest in and to the Trademarks, and Assignor wishes to assign same to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee, its successors and assigns, all of its right, title and interest throughout the world in perpetuity, including common law rights, in and to the Trademarks, together with the goodwill associated therewith and the entire business and/or portion thereof to which the Trademarks pertains, and the right to sue and recover for all past, present and future infringements and other violations of the Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made. Assignor hereby covenants and agrees to provide any further necessary documentation and do all further acts reasonably requested by Assignee in this regard to confirm and perfect title in and to the Trademarks in Assignee, its successors, assign or other legal representatives.

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IN WITNESS WHEREOF, Assignor and Assignee have executed this Trademark Assignment as an instrument under seal as of the Effective Date.

ASSIGNOR: **GEORGIA-PACIFIC CORPORATION**

By: *[Signature]*
Name: David J. Patterson
Title: Executive Vice President - Building Products

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF New York
COUNTY OF New York

ss.:

On this 6 day of May, 2004, before me, the undersigned, personally appeared David J. Patterson, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

[Signature]
[NOTARY SEAL]

GILLET J. CHECKLEY
Notary Public, State of New York
No. 01C45049562
Qualified in Queens County
Commission Expires Sept. 18, 2005

ASSIGNEE:

BLUELINX CORPORATION formerly known as AEP
DISTRIBUTION INC.

By: Steven C. Hardin
Name: Steven C. Hardin
Title: Vice President - West

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF New York
COUNTY OF New York

ss.:

On this 6th day of May, 2004, before me, the undersigned, personally appeared Steven C. Hardin, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Gillett J. Checkley
[NOTARY SEAL]
GILLETT J. CHECKLEY
Notary Public, State of New York
No. 01CH5048562
Qualified in Queens County
Commission Expires Sept. 18, 2005

SCHEDULE A
UNITED STATES
TRADEMARK REGISTRATIONS AND APPLICATIONS

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WYNDHAM LANE	REGISTERED	2,283,742	10/5/1999

UNITED STATES
COMMON LAW TRADEMARKS

<u>Mark</u>
HERITAGE HILL
NEW WORLD SCALLOPS
NATURAL TRADITIONS
OAKSIDE
PARKRIDGE
ROUGH SAWN CEDAR
SOMERSET
SOUTHERN ELEGANCE and Design
VISIONPRO

CANADIAN
TRADEMARK REGISTRATIONS AND APPLICATIONS

<u>Mark</u>	<u>Status</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
ACCUCHOICE	REGISTERED	440,049	3/3/1995