

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM394745

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of ABL Lien Intellectual Property Security Agreement recorded at Reel 5699/Frame 0032		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada		08/09/2016	Chartered Bank: CANADA
RECEIVING PARTY DATA			
Name:	FBM Gypsum Supply of Illinois LLC		
Street Address:	2552 Walnut Avenue, Suite 160		
City:	Tustin		
State/Country:	CALIFORNIA		
Postal Code:	92780		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2677093	GYPSUM SUPPLY CO.	
Registration Number:	2677094	GSC GYPSUM SUPPLY CO.	
CORRESPONDENCE DATA			
Fax Number:	9494754754		
<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:	949-451-3800		
Email:	skann@gibsondunn.com		
Correspondent Name:	Stephanie S. Kann, Senior Paralegal		
Address Line 1:	3161 Michelson Drive		
Address Line 2:	Gibson, Dunn & Crutcher LLP		
Address Line 4:	Irvine, CALIFORNIA 92612		
ATTORNEY DOCKET NUMBER:	31450-00006		
NAME OF SUBMITTER:	Stephanie S. Kann		
SIGNATURE:	/stephanie s. kann/		
DATE SIGNED:	08/11/2016		
Total Attachments: 6			
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RELEASE OF ABL LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Release of ABL Lien Intellectual Property Security Agreement (this “Release”) is made as of August 9, 2016, by Royal Bank of Canada, a chartered bank of Canada, in its capacity as administrative agent and collateral agent (together with its successors in such capacity, the “Administrative Agent”) for the benefit of FBM Gypsum Supply of Illinois LLC, a Delaware limited liability company (the “Grantor”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the IP Security Agreement.

W I T N E S S E T H:

WHEREAS, reference is made to that certain (i) ABL Loan Credit Agreement, dated as of October 9, 2015, among LSF9 Cypress Parent LLC and LSF9 Cypress Holdings LLC in favor of the Administrative Agent (as amended, restated, amended and restated, supplemented or otherwise modified or replaced from time to time, the “Credit Agreement”); (ii) Notice of Additional Revolving Borrower and Assumption Agreement, dated as of December 30, 2015 adding Grantor as an Additional Revolving Borrower under the Credit Agreement; (iii) Senior Lien Guarantee and Collateral Agreement, dated as of October 9, 2015 in favor of the Administrative Agent (as amended, restated, amended and restated, supplemented or otherwise modified or replaced from time to time, (the “Guarantee and Collateral Agreement”); (iv) Assumption Agreement to the Guarantee and Collateral Agreement, dated as of December 30, 2015 (the “GCA Assumption”); and (v) ABL Lien Intellectual Property Security Agreement, dated as of December 30, 2015, among Grantor in favor of Administrative Agent (“IP Security Agreement”) pursuant to which the Grantor has granted to the Administrative Agent for its benefit and the benefit of various other financial institutions, a security interest in the intellectual property set forth on Schedules 1, 2 and 3 hereto (the “IP”) and the goodwill of the business symbolized by such IP, and the registrations and applications therefor (together with the IP, the “IP Collateral”);

WHEREAS, the IP Security Agreement was recorded in the United States Patent and Trademark Office on December 30, 2015 at Reel 5699 and Frame 0032; and

WHEREAS, Grantor has requested that the Administrative Agent release, and the Administrative Agent is willing to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the IP Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

1. The Administrative Agent does hereby terminate, release and discharge the entirety of any and all security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the IP Security Agreement to the IP Collateral and any right, title or interest of the Administrative Agent in such IP Collateral shall hereby terminate, cease and become void. The Administrative Agent hereby assigns, transfers and conveys any and all right, title or interest of the Administrative Agent in the IP Collateral to the Grantor.

2. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be

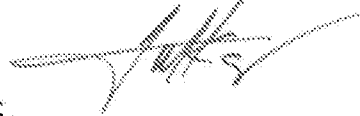
deemed an original, but all such counterparts together shall constitute but one and the same instrument.

3. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of ABL Intellectual Property Security Agreement to be executed and delivered as of the date first written above.

**ROYAL BANK OF CANADA, as
Administrative Agent**



By: _____

Name: Rodica Dutka
Title: Manager, Agency

[SIGNATURE PAGE TO RELEASE OF ABL INTELLECTUAL PROPERTY SECURITY AGREEMENT]

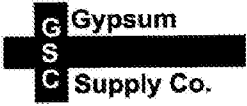
**TRADEMARK
REEL: 005854 FRAME: 0105**

Schedule 1

COPYRIGHTS

None.

TRADEMARKS

Owner	Trademark	Registration No.
FBM Gypsum Supply of Illinois LLC	GYPSUM SUPPLY CO.	2,677,093
FBM Gypsum Supply of Illinois LLC	GSC GYPSUM SUPPLY CO. & Design 	2,677,094

Common Law Trademarks

1. Gypsum Supply Co.
2. Gypsum Supply Co. of Quad Cities
3. Gypsum Supply Co. of Cedar Rapids
4. Gypsum Supply Co. of Waterloo
5. Gypsum Supply Co. of Des Moines
6. Gypsum Supply Co. of Fox Valley
7. Gypsum Supply Co. of Milwaukee
8. Gypsum Supply Co. of Elkhorn
9. Gypsum Supply Co. of Madison
10. Gypsum Supply Co. of Rockford
11. Gypsum Supply Co. of Chicago Area South
12. Gypsum Supply Co. of Chicago Area North
13. Gypsum Supply Co. of Machesney Park
14. Gypsum Supply Co. of Chicago
15. Gypsum Supply Co. of Bloomington
16. Gypsum Supply Co. of Peoria

Schedule 3

PATENTS

None.