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Florida Department of State
Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MASCO SPINCO CORP.**

Certificate of Status	0
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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 AMENDMENT OF "MASCO SPINCO CORP.", CHANGING ITS NAME FROM "MASCO SPINCO CORP." TO "TOPBUILD CORP.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MARCH, A.D. 2015, AT 6:47 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: 2222064

DATE: 03-20-15

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:47 PM 03/20/2015
FILED 06:47 PM 03/20/2015
SRV 150390933 - 5691119 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

Masco SpinCo Corp.

Masco SpinCo Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

1. That the Board of Directors of said corporation, by the unanimous written consent of its members, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Masco SpinCo Corp. be amended by changing Article One thereof so that, as amended, said Article One shall be and read as follows:


The name of the corporation is "TopBuild Corp."

2. That in lieu of a meeting and vote of the stockholders, the stockholder has given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

3. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by John G. Szniewajs, its President and Treasurer, this 20th day of March 2015.

MASCO SPINCO CORP.

By: 
John G. Szniewajs
President and Treasurer