

VIDEO

1) Slow fade up from black on composite of slow -motion scenes: early morning cityscape building shots, mixed with sun rising over Lake Michigan. Gradually, pace moves from slow-motion to time-lapsed fast motion, mixing in hand tuning car radio, time-lapsed rush hour traffic - city streets, Lakeshore drive, express-ways, El trains, Metra train arriving at station, people walking in mass from train station, etc.

2) Composite in exterior beauty shot of USG headquarters building with interior angles of employees entering lobby of building. Mix in USG logo and scenes from USG's subsidiary businesses, including ECUs of products, manufacturing processes, labs, people at work in

AUDIO

NATURAL SOUNDS OF EARLY MORNING IN THE CITY.

SFX: MORNING ALARM SOUNDS.

RADIO VOICE #1: *“Good morning, Chicago...time to kick start those brain cells!*

VOICE #1 FADES INTO SERIES OF OVERLAPPING BACKGROUND SOUND BITES FROM RADIO PERSONALITIES. VOICE #1 FADES AND VOICE #2 MIXES UP FULL.

RADIO VOICE #2: *“Inbound, O’Hare to the loop...25 minutes...outbound 40.”*

VOICE #2 FADES AND VOICE #3 MIXES UP FULL.

RADIO VOICE #3: *“...windy and mostly sunny, today...with a high of 55 degrees...”*

MIX ANNOUNCER’S INTRODUCTORY REMARKS OVER RADIO VOICES ABOVE.

FEMALE ANNOUNCER (VO): As the “City that Works” awakens...and, the beat of another day begins...

MIX IN SFX OF ACTIVE CITY NOISES UNDER RADIO VOICE...(hustle bustle of traffic, horns honking, buses, El train, people in transit by foot to work, etc.)

FEMALE ANNOUNCER (VO): ...across town, in the heart of the Loop, a dynamic force stirs to once again embrace the business values that invigorate its personality and stimulate its quest.

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various departments of headquarters, etc. LAYER in CU's to MCU's of a diverse mix of talent representing the diversity of personnel at USG as each core value is spoken directly to camera. Each talent will be wardrobe and propped to symbolically reflect aspects of USG's business personality. Each character will be shot in studio against green screen and will ultimately be layered within the composited images as a principal element. Background imagery will reflect USG's core business competencies in construction products/services, manufacturing efficiencies and distribution channels. It will also depict the USG work atmosphere and business culture. Key word graphics will layer into the composite as well. As the word, *Safety* appears on screen, background imagery will reflect USG's plant safety practices, hard-hats and eye protection in labs, L & W Supply yard and truck images, etc. as well as product safety precautions as addressed for USG customers. As the word, *Integrity*, appears on screen, background composite scenes showing USG relationships between businesses, with customers, with contractors, etc. will evolve. As the word, *Performance*, appears on screen, scenes from accelerated lab testing, customer purchases, sales interactions, construction applications, etc. will represent subset topics under the heading of performance: *Cost* and *Reliability*.

AUDIO

UNDER EACH SPOKEN VALUE, MIX IN NATURAL SOUNDS TO MATCH VISUAL IMAGES IN COMPOSITE.

HISPANIC MALE (OC): Safety...

AFRICAN-AMERICAN FEMALE (OC): Integrity...

CAUCASIAN MALE (OC): Performance...

VIDEO

KEY in words *Cost* and *Reliability* in smaller fonts.

As the word, *Quality*, appears on screen, background composite scenes will be comprised of imagery from manufacturing processes, CU's of product fibers, packaging, durability testing, etc.

As the word, *Diversity*, appears on screen, background composite scenes will reflect the diverse mix of employees who work at USG with a diverse mix products manufactured and marketed by USG. As the word, *Service*, appears on screen, background scenes show customer service rep on phone, trucks en route on road, ships at sea, delivery of products at customer sites, salesperson with laptop in auto talking on cell phone, etc.

3) Composite continues with USG people on the job, in motion... mixing in various processes in production and lab research showing natural gypsum being used to create USG products...and USG products being used to create homes, offices and recreational environments.

4) Composite a diverse mix of USG employees at work from stock footage from around the world with ECU's of products.

5) Scenes of people entering the workplace into rapid succession montage of the people of USG in

AUDIO

HISPANIC FEMALE (OC): Quality...

AFRICAN AMERICAN MALE (OC):
Diversity...

ASIAN FEMALE (OC): Service...

MUSIC PEAKS, THEN SEGUES INTO POWERFULLY DRIVEN BED MUSIC UNDER ANNOUNCER.

MALE ANNOUNCER (VO): Every day...in every imaginable way...USG Corporation combines its ingredients for success with a natural mineral, called gypsum, to produce the kind of innovative products and systems that are used to build the environments in which we live, work and play.

FEMALE ANNOUNCER (VO): Around the world, more than thirteen thousand USG employees make the magic happen by skillfully crafting and delivering creative, yet practical, building solutions for our customers.

MALE ANNOUNCER (VO): Each day, the

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motion at work (i.e. moving from desk to meeting, exiting elevator into corridor, meeting in Atrium, etc.)

6) GRAPHIC TRANSITION using a product or manipulated USG element as a tool for segue (i.e. a hand shot swiping compound onto board fills screen revealing next segment of show)

7) MANIPULATE the phrase *The Better Way* across screen in a variety of fonts and sizes as a subliminal element within a composite that shows employees from various departments interacting on the job. Scenes in the coffee area, by a communal fruit station, in meeting rooms, around a CAD/CAM computer design, etc. mixed with goodwill images of USG community-focused events.

8) MANIPULATE the mission statement or key words from the mission statement as an element(s) within scene progressions: *We go the distance to provide The Better Way. Delivering building solutions for customers worldwide is our goal. Relationships are our foundation. Integrity, dependability and innovation are the standards by which we live.* Composite in 3-D USG logo.

9) GRAPHIC TRANSITION using a product or manipulated USG element as a tool for segue (i.e. gypsum board traveling down

AUDIO

people of USG come to work with imaginations unleashed in pursuit of a common mission: going the distance to provide The Better Way.

SFX TO MATCH GRAPHIC TRANSITION.

MUSICAL SEGUE INTO NEW MUSIC BED WITH A STEADY BEAT AND POSITIVE OVERTONES.

FEMALE ANNOUNCER (VO): The Better Way is what USG Corporation is all about!

It's the principal concept that motivates every business and community interaction the company undertakes. It's the mission we strive to achieve in our daily business culture...a culture that fosters spirited participation and promotes a sense of pride in all that we do.

MALE ANNOUNCER (VO): At USG, our focus is resoundingly clear...

We go the distance to provide The Better Way. Delivering building solutions for customers worldwide is our goal. Relationships are our foundation. Integrity, dependability and innovation are the standards by which we live.

FEMALE ANNOUNCER (VO): These core business beliefs and practices perpetuate USG's presence as a front-runner in the building industry marketplace.

SFX TO MATCH GRAPHIC TRANSITION.
MUSIC CONTINUES UNDER.

VIDEO

conveyor belt. Image appears on board and lifts to full screen.)

10) Stock montage of old USG logos, photos, products, etc. Composite evolves at a quickening pace into scenes from the 70's, 80's and 90's from US Gypsum Company, USG Interiors, L & W Supply distribution channels, USG International, CGC (Canada) and Yeso Panamericano.

11) GRAPHIC overview showing USG Corporation as the parent company with subsidiaries: US Gypsum Company, USG Interiors, Inc., L&W Supply Corporation, CGC, Inc. (Canada), USG International, Ltd. and Yeso Panamericano, S. A. (Mexico).

12) Composite images of *US Gypsum Company* products including: wallboard, ceiling panels, joint compound, construction plasters, etc.

13) Composite scenes and images of products/systems from *USG Interiors, Inc.* Scene booming up to ceiling suspension systems in Solutions Center lobby.

14) Composite in scene of building supply shops (i.e. Home Depot) with quantities of USG products on hand.

15) DOLLY and PAN across ceiling tile samples in Solutions Center.

16) Montage of cement board, plaster wall and industrial gypsum products coming off manufacturing line.

17) Exterior beauty shot angle of USG headquarters. Composite with

AUDIO

MALE ANNOUNCER (VO): The USG legacy began in 1902, when 30 independent gypsum rock and plaster manufacturing companies merged to form United States Gypsum Company. In the decades that followed, USG diversified and broadened its scope of products and services.

In 1985, USG Corporation was formed to better manage the abounding business interests of the conglomeration.

Today, USG is widely known as the world's largest manufacturer of gypsum panels, ceiling products, joint compound and a vast array of related construction products.

FEMALE ANNOUNCER (VO): In addition, USG also excels as:

...the largest ceiling suspension grid manufacturer in the world...

...the largest distributor of wallboard in the United States...

...the world's second largest ceiling tile manufacturer...

...and a production leader in cement board systems, plaster wall systems and industrial gypsum products.

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interior shots of USG employees at work from each subsidiary. FLY THROUGH subsidiary names/logos as composite continues to include a montage of stock scenes showing USG locations from around the world. Composite in revolving globe or flat world map with highlights of regions. KEY in words:

Engineering, Management, Marketing, Research, Design, Finance, Sales, Law, Real Estate, Insurance, Accounting, Logistics, Customer Service, Manufacturing, Human Resources, Information Systems.

Mix in "\$", the word *Benefits* and scenes from Headquarters Library and Research Library to showing employees studying.

18) Montage of all types of people at work continues. KEY IN:
Equal Opportunity Employer

Quality of Work Life

FLY THROUGH:
Teamwork

Growth

Mentoring

Recognition

Flexibility

Open Communications

Respect

AUDIO

MALE ANNOUNCER (VO): Here, at USG headquarters in Chicago, every arm of the company links together under one roof to form a concentric circle of strength that affords effective management, interactive functionality and global viability.

With operations worldwide, including more than 200 locations in the United States, and dozens of locations in Europe, Canada, Mexico, the Middle East, Latin America, the Caribbean, Africa and the Pacific Rim...USG is ideally positioned to offer a wide variety of career opportunities in virtually every business discipline.

FEMALE ANNOUNCER (VO): Highly competitive salaries, flexible benefits and world class tuition-reimbursement packages for all employees benchmark the company's commitment to the people who make its mission a reality.

As an equal opportunity employer, we promote a quality of work life atmosphere that uniquely enables employees to achieve their highest potential throughout their careers.

MALE ANNOUNCER (VO): Our teamwork philosophy inspires continuous personal and professional growth by:

...emphasizing mentoring between management and employees...

...recognizing individual contributions to the organization and to the community...

...offering flexible options for work schedules and career paths...

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19) GRAPHIC TRANSITION using a product or manipulated USG element as a tool for segue.

20) GRAPHIC TRANSITION. Montage begins using stock footage from plants and paper mills. Mix in ECU's of wallboard paper showing the recycled emblem.

Composite continues with images of gypsum extraction from USG mines and quarries.

Composite progresses to include ocean views of cargo ships at sea.

Composite in images from Electron Microscope showing synthetic gypsum particles interwoven.

21) Montage segues to scenes depicting different types of structures built with gypsum products. Composite in CU of Sheetrock® logo, packaging and ECU's of wallboard and joint compound products and USG logo.

22) GRAPHIC TRANSITION. Montage begins using a mix of ceiling suspension system installation scenes, combined with ECU's of tile surface options...and long shots of a sample interior settings from the Solutions Center display areas.

AUDIO

and, encouraging creative, spontaneous and respectful interaction between all individuals throughout the company.

MUSIC UP.
SFX TO MATCH GRAPHIC TRANSITION.
MUSICAL SEGUE.

FEMALE ANNOUNCER (VO): USG's gypsum business operates more than 30 environmentally responsible manufacturing plants worldwide...including several paper mills that produce high-grade wallboard paper from 100% recycled paper.

To streamline efficiency, USG supplies its plants with gypsum rock from a dozen company-owned mines and quarries throughout the United States and Canada. It also masters a fleet of cargo ships to transport raw gypsum and exported USG goods from a base in Bermuda to ports around the world.

For more than 20 years, we have used synthetic gypsum, a byproduct of the flue gas desulfurization process, as a principle source to manufacture wallboard.

SHEETROCK®...the company's brand name for its wallboard and joint compound products...is among the most widely recognized and well-respected names in the building materials industry.

SFX TO MATCH GRAPHIC TRANSITION.

MALE ANNOUNCER (VO): USG's ceiling business controls more than one-third of the multi-million dollar commercial interiors market in the United States.

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Continue montage with Rosa giving a presentation to three business associates in The Solutions Center. LAYER in ECU's of USG ceiling and interiors products and the USG logo.

23) GRAPHIC TRANSITION.

Montage of scenes of trucks on the road, loading/unloading product, distribution routing from headquarters, displays in distributor stores, etc. mix with ECU's of products and USG logo.

24) GRAPHIC TRANSITION.

Montage composite begins with scenes from USG facilities in Toronto, Mexico, Malaysia, Belgium and Miami. Mix in packaged products in various languages, wallboard products, joint compound, ceiling grid systems, acoustical ceiling tile and miscellaneous USG building materials, etc. Mix in USG logo.

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Our innovative, ceiling suspension systems and a vast range of ceiling tile options and interiors trends are showcased in a prestigious, 13,000 square foot design, display and presentation showroom in Chicago...called The Solutions Center.

The Solutions Center hosts more than 200 customer tours and training seminars a year.

SFX TO MATCH GRAPHIC TRANSITION.

FEMALE ANNOUNCER (VO): USG's specialty dealer business provides an efficient service network for independent builders and subcontractors.

Through more than 180 specialty dealer centers across the country, we supply approximately 9% of all gypsum wallboard sold in the U.S.

In addition, our specialty dealer centers also stock a wide range of building materials, including: acoustical ceiling tile and grid, construction steel, plaster, joint compound and roofing materials.

MUSICAL SEGUE. MIX IN SFX TO MATCH GRAPHIC TRANSITION.

MALE ANNOUNCER (VO): USG operations in Canada, Mexico, Malaysia, Belgium and Miami extend the company's core business marketabilities into the global arena.

Through these regional headquarters, we produce, export and distribute our banner

VIDEO

25) Montage of people from all aspects of USG's businesses.

Recapping plant shots showing safety processes, use of recycled byproducts, etc.

Mix in product shots and FLY THROUGH logos of brand names: *Sheetrock®*, *Acoustone®*, *Auratone®*, *Donn®*, *Durock®*, *Fiberock®*.

Recapping customer service and sales shots.

MANIPULATE core values through in succession: *Safety...Integrity...Performance...Quality...Diversity...Service*.

KEY IN: *The Better Way*

Montage continues with smiling faces of six featured characters emerge from among USG employees and beauty shots of products to surround a 3-Dimensional USG logo as the logo evolves to center

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products and systems to marketplaces around the world.

SFX TO MATCH GRAPHIC TRANSITION.
MUSICAL SEGUE REPRISES OPENING
MUSIC TRACK/BEAT BUILDS UNDER.

FEMALE ANNOUNCER (VO): Working together, the people of USG have developed the manufacture of building materials products into a thoroughly scientific expertise.

MALE ANNOUNCER (VO):
By perfecting manufacturing efficiencies...

FEMALE ANNOUNCER (VO):
...by bringing to market the most innovative and remarkable building materials products and systems in class...

MALE ANNOUNCER (VO):
...by effectively serving our customers...

FEMALE ANNOUNCER (VO):
...and, by respectfully honoring our core business values every day...

MALE ANNOUNCER (VO):
only one building materials industry leader knows how to go the distance to provide The Better Way...

ALL SIX CHARACTERS AT ONCE:

USG!

VIDEO

screen...backlit for dramatic impact.

Dip to black. Fade up from black on MS of Bill Foote's testimonial tag.

Fade to black.

Roll credits.

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AUDIO

SFX TO REINFORCE USG LOGO AS IT LANDS CENTER SCREEN. MUSIC UP FULL, THEN DOWN AND OUT WITH FADE TO BLACK.

BILL FOOTE (OC): (TBD)