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FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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

Ms 3-1-99

1. Name of conveying party(ies): Davis Water & Waste Industries, Inc. [] individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Georgia [] Other Additional name(s) of conveying party(ies) attached? [x] Yes [] No

2. Name and address of receiving party(ies) Name: U.S. Filter/Davis, Inc. Internal Address: Street Address: 1820 Metcalf Avenue Thomasville, GA 31792 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Georgia [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] yes [x] no (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [x] Yes [] No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [x] Change of Name [] Other Execution Date: August 26, 1996

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,636,333 Additional numbers attached? [] Yes [x] No

5. Name and address of party to whom correspondence Concerning document should be mailed: Name: Peter C. Lando Address: WOLF, GREENFIELD & SACKS, P.C. Federal Reserve Plaza 600 Atlantic Avenue Boston, MA 02210

6. Total number of applications and registrations involved: [1] 7. Total fee (37 CFR 3.41) \$ 40.00 [x] Enclosed [] Authorized to be charged to deposit account The Commissioner is authorized to charge: 8. Deposit Account No: 23/2825

03/11/1999 JSHADAZZ 00000226 1636333 01 FC:481 40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature 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. Peter C. Lando Signature Date February 25, 1999 Total number of pages including cover sheet, attachments, and document: [4]

Mail documents to be recorded with required cover sheet information to: Box Assignment, Commissioner fo Patents and Trademarks, Washington, D.C. 20231

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 962420541
CONTROL NUMBER: 7300210
EFFECTIVE DATE: 08/29/1996
REFERENCE : 0045
PRINT DATE : 09/04/1996
FORM NUMBER : 0611

CT CORPORATION SYSTEM
PATTIE HARDY
1201 PEACHTREE STREET, NE
ATLANTA, GA 30361

CERTIFICATE OF NAME CHANGE AMENDMENT

I, the Secretary of State and the Corporation
Commissioner of the State of Georgia, do hereby certify under the
seal of my office that

DAVIS WATER & WASTE INDUSTRIES, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of
State changing its name to

U.S. FILTER/DAVIS, INC.

and has paid the required fees as provided by Title 14 of the
Official Code of Georgia Annotated. Attached hereto is a true and
correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

TRADEMARK

REEL: 1866 FRAME: 0891

96-42054
#120

ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF DAVIS WATER & WASTE INDUSTRIES, INC.

These Articles of Amendment to the Amended and Restated Articles of Incorporation of Davis Water & Waste Industries, Inc. are filed pursuant to O.C.G.A. Section 14-2-1006.

1. The name of the Corporation is "Davis Water & Waste Industries, Inc."
2. The name of the Corporation is hereby changed to "U.S. Filter/Davis, Inc."
3. This amendment has been duly approved by the unanimous written consent of the sole shareholder of the corporation as of August 26, 1996, in accordance with the provision of O.C.G.A. Section 14-2-1003.

IN WITNESS WHEREOF, the officers of the Corporation have caused these Articles of Amendment to be executed as of the 26th day of August, 1996.

DAVIS WATER & WASTE INDUSTRIES, INC.

By: *Damian C. Georgino*
Damian C. Georgino
Vice President

Attest: *Amy G. Gossin*
Assistant Secretary

BSR (1)

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SECRETARY OF STATE

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Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 971130651
CONTROL NUMBER : 7300210
DATE INC/AUTH/FILED: 04/12/1956
JURISDICTION : GEORGIA
PRINT DATE : 04/23/1997
FORM NUMBER : 215

UNITED STATES FILTER CORPORATION
ATTN KATE LAMPRONE
10 TECHNOLOGY DRIVE
LOWELL MA 01851

CERTIFIED COPY

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

U.S. FILTER DISTRIBUTION GROUP, INC.
A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the office of the Secretary of State on the date set forth above the original document of which copies are attached.

This certificate is issued pursuant to the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

