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FORM PTO-1594 (Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

100982759

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

9	To the Commissioner fo Patents and Trademarks: Please record the attached original documents or copy thereof.		
MR 3-1-	1. Name of conveying party(ies): U.S. Filter Distribution Systems, Inc. [] individual(s) [] General Partnership [x] Corporation-State Georgia [] Other Additional name(s) of conveying party(ies) attached? [x] Yes [] No 3. Nature of conveyance: [] Assignment [] Security Agreement [] Change of Name [] Other Execution Date: October 31, 1996	2. Name and address of receiving party(ies) Name: U.S. Filter Distribution Group, 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	
	4. Application number(s) or registration number(s): A. Trademark Application No.(s) Additional numbers a 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	B. Trademark Registration No.(s) 1,636,333 ttached? [] Yes [x] No 6. Total number of applications and registrations involved:	
03/11	Boston, MA 02210 /1999 JSHABAZZ 00000225 1636333	[] Authorized to be charged to deposit account The Commmissioner is authorized to charge: 8. Deposit Account No: 23/2825	
01 FC 40:00 0P 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 Name of Person Signing Total number of pages including cover sheet, attachments, and document: Mail documents to be recorded with required cover sheet information to:		

Box Assignment, Commissioner fo Patents and Trademarks, Washington, D.C. 20231

236430.1

TRADEMARK REEL: 1866 FRAME: 0894 Secretary of State Corporations vision Suite 315, West Tower 2 Martin Cuther King Ir. Ar. Atlanta, Georgia 30334-1530

DOCKET NUMBER : 971130654
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

SECRETARY OF STATE

TRADEMARK REEL: 1866 FRAME: 0895 Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Ir. Ar.
Atlanta, Georgia 30334–1530

DOCKET NUMBER: 963110361 CONTROL NUMBER: 7300210 EFFECTIVE DATE: 11/06/1996

REFERENCE : 0091

PRINT DATE : 11/06/1996

FORM NUMBER : 0611

CSC NETWORKS
LISA WILLIAMS
100 PEACHTREE STREET, STE 660
ATLANTA, GA 30303

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

U.S. FILTER DISTRIBUTION SYSTEMS, 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 DISTRIBUTION GROUP, 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.

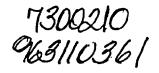
WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Jewis a. Massey

Lewis A. Massey Secretary of State

REEL: 1866 FRAME: 0896



ARTICLES OF AMENDMENT OF U.S. FILTER DISTRIBUTION SYSTEMS, INC.

To the Secretary of State State of Georgia

Pursuant to Section 14-2-1006.1 of the Georgia Business Corporation Code, the corporation named herein (the "Corporation") does hereby adopt the following Articles of Amendment.

- 1. The name of the Corporation is: U.S. Filter Distribution Systems, Inc.
- 2. Article I of the Articles of Incorporation of the Corporation is hereby amended by deleting in its entirety Article I thereof, and substituting therefor the following provisions so that, as amended, said Article shall be and read in its entirety as follows:

Corporate Name

The name of the Corporation is:

BSR

CRETARY O

'U.S. Filter Distribution Group, Inc.'"

- 3. The amendment herein provided for was duly adopted by the Beard of Directors of the Corporation as of October 31, 1996 without need of shareholder action in accordance with Section 14-2-1002 of the Georgian Business Corporation Code.
- 4. These Articles of Amendment represent a verification that the request for publication of notice of intent to file Articles of Amendment to change the name of the Corporation and payment therefor has been made as required by subsection (b) of Section 14-2-1006.1 of the Georgia Business Corporation Code.

Executed on October 31, 1996.

U.S. FILTER DISTRIBUTION SYSTEMS, INC.

Damian C. Georgin

Vice President

TRADEMARK REEL: 1866 FRAME: 0897

RECORDED: 03/01/1999