


08-26-1999  


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SHEET

U.S. DEPARTMENT OF COMMERCE  
 Patent and Trademark Office

To the Commissioner of Patents and Trademarks: Please receive...

...original documents or copy thereof.

1. Name of conveying party(ies):  
 James Hardie Irrigation, Inc.

Individuals       Association  
 General Partnership       Limited Partnership  
 Corporation-State of California  
 Other:

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
 James Hardie Irrigation, Inc.  
 5825 Jasmine Street  
 Riverside, California 92504

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other:

Execution Date: March 20, 1991

Individual(s) citizenship       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Nevada  
 Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached:  
 Yes       No  
 (Designations must be separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)      B. Trademark Reg. No.(s)

1,455,237

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Michael L. Mau  
 Address: Mau & Krull, P.A.  
 1250 Moore Lake Drive East  
 Suite E  
 Fridley, MN 55432

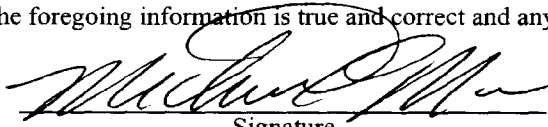
6. Total number of applications and trademarks involved: 1

7. Total fee (37 CFR 3.41): \$40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 500549

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.

Michael L. Mau            August 18, 1999  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 5

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner for Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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MAR 25 1991

**CERTIFICATE OF OWNERSHIP AND MERGER**

CHERYL A. LAU SECRETARY OF STATE

No.

*Callahan*  
11917-90

The undersigned hereby certify, pursuant to Nev. Rev. Stat. §78.486 and §1110 of the California Corporation Code, that:

(i) They are the president and secretary of *James Hardie Irrigation, Inc., a Nevada corporation ("JHII (NEV)");*

(ii) *JHII (NEV)* owns all of the issued and outstanding stock of *James Hardie Irrigation, Inc., a California corporation ("JHII (CAL)");*

(iii) On February 15, 1991, the board of directors of *JHII (NEV)* duly adopted the following resolutions to merge *JHII (CAL)* into *JHII (NEV)*:

**WHEREAS, *JHII (NEV)* owns all the issued and outstanding shares of stock of *JHII (CAL)*, such shares of stock consisting of 100 shares of common stock, and**

**WHEREAS, it is deemed advisable that *JHII (NEV)* merge with *JHII (CAL)* in order that all the estate, property, rights, privileges, and franchises of *JHII (CAL)* shall vest in and be possessed by *JHII (NEV)*.**

**NOW, THEREFORE, BE IT RESOLVED, that *JHII (CAL)* shall be merged into *JHII (NEV)* which shall be the surviving corporation.**

**RESOLVED, that the outstanding shares of stock of *JHII (CAL)* consist of 1000 shares of common stock, all of which are owned by *JHII (NEV)*.**

**RESOLVED, that on the effective date of the merger of *JHII (CAL)* into *JHII (NEV)*, the separate existence of *JHII (CAL)* shall cease, the stock of *JHII (CAL)* shall be canceled, and *JHII (NEV)* shall succeed to all of the properties, rights and other assets and shall be subject to of all the liabilities of *JHII (CAL)* without further action by either corporation.**

**RESOLVED, that if at any time *JHII (NEV)* shall determine that additional conveyances, documents, or other action are necessary to carry out the provisions of this plan of merger, the officers and directors of *JHII (CAL)* as of the effective date of this merger shall execute such conveyances or documents or take such action.**

**RESOLVED, that the effective date of this merger shall be upon filing the certificate of ownership and merger with the Secretary of State of Nevada.**

**RESOLVED**, that the President and the Secretary of *JHII (NEV)* are hereby authorized and directed to make and execute, in name and on behalf of *JHII (NEV)*, a certificate of ownership and merger of all the stock of *JHII (CAL)*, and of the adoption and date of adoption of these resolutions, pursuant to Nev. Rev. Stat. §78.486 and §1110 of the California Corporation Code in counterparts and to file such certificate in the office of the State of Nevada and to do all other acts and things that may be necessary to carry out and consummate the merger.

Each of the undersigned declares under penalties of perjury that the statements in the above certificate are true of his own knowledge.

DATED: This 20 day of March, 1991.

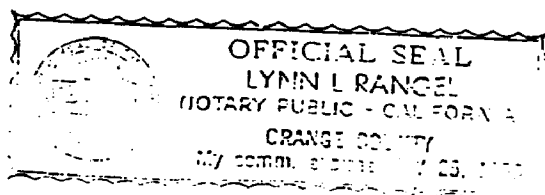
*James Hardie Irrigation, Inc.,  
a Nevada corporation*

By: [Signature]  
Bryon G. Borgardt, President

By: [Signature]  
Robert E. Armstrong, Secretary

STATE OF CALIFORNIA            )  
  : ss  
COUNTY OF CRANGE            )

On this the 20 day of March, 1991 personally appeared before me, a notary public, Bryon G. Borgardt, as President of *James Hardie Irrigation, Inc., a Nevada corporation*, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.



[Signature]  
NOTARY PUBLIC

STATE OF NEVADA

)

: SS

COUNTY OF WASHOE

)

On this the 20<sup>th</sup> day of March, 1991 personally appeared before me, a notary public, Robert E. Armstrong, as Secretary of *James Hardie Irrigation, Inc., a Nevada corporation*, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

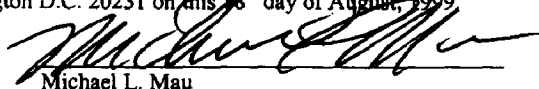
*Marialice Bigrigg*  
NOTARY PUBLIC

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CERTIFICATE UNDER 37 C.F.R. 1.8

The undersigned hereby certifies that this Transmittal Letter and the papers, as described herein, are being deposited with the United States Postal Service, as First Class mail, postage prepaid, in an envelope addressed to Box Assignments, Commissioner for Patents and Trademarks, Washington D.C. 20231 on this 18<sup>th</sup> day of August, 1999



Michael L. Mau

Box Assignments  
Commissioner for Patents and Trademarks  
Washington, D.C. 20231


Sir:

We are transmitting herewith the attached:

Transmittal Sheet in duplicate containing Certificate of Mailing under 37 C.F.R. 1.8  
Check in the amount of \$40.00  
Recordation Form Cover Sheet – Trademarks Only  
Executed Merger of James Hardie Irrigation, Inc.  
Return postcard

**Please charge any additional fees or credit overpayment to Deposit Account No. 500549. A duplicate copy of this sheet is enclosed.**

MAU & KRULL, P.A.  
1250 Moore Lake Drive East  
Suite E  
Fridley, MN 55432  
(612) 574-2456

By:   
Name: Michael L. Mau  
Reg. No.: 30,087