

10-03-2001

Form PTO-1595
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101863721

ET

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Pac-Fab, Inc.

Individual(s)
 General Partnership
 Corporation-State
 Delaware
 Other

Additional name(s) of conveying party(ies) attached?
 yes no



2. Name and address of receiving party(ies)?
Pentair Pool Products, Inc.
1351 Route 55
LaGrangeville, NY 12540

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State - Delaware
 Other

Additional name(s) & address(es) attached?
 yes no

Appointment of Domestic Representative attached?
 yes no

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Names
 Other

Execution Date: September 20, 2000

4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)
See attached List

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
SUGHRUE, MION, ZINN, MACPEAK & SEAS, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213

6. Total number of applications and registration involved:
13

7. Total Fee (37 CFR 3.41): \$340.00
 Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
 Authorized to be charged to Deposit Account

8. Deposit Account No. 19-4880
(Attach dupl. copy of this page if paying by Deposit Account)

10/02/2001 LMUELLER 00000189 824307
01 FC:481 40.00 DP
02 FC:482 300.00 DP

DO NOT WRITE IN 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.

[Signature]
Name

9-28-01
Date

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT: H

OMB No. 0651-0011 (exp. 4/94)
Do not detach this portion
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002376 FRAME: 0789

List of trademark properties of "Pac-Fab, Inc.", now by change of name --Pentair Pool Products, Inc.-- to be covered by change of name submitted herewith for recordation:

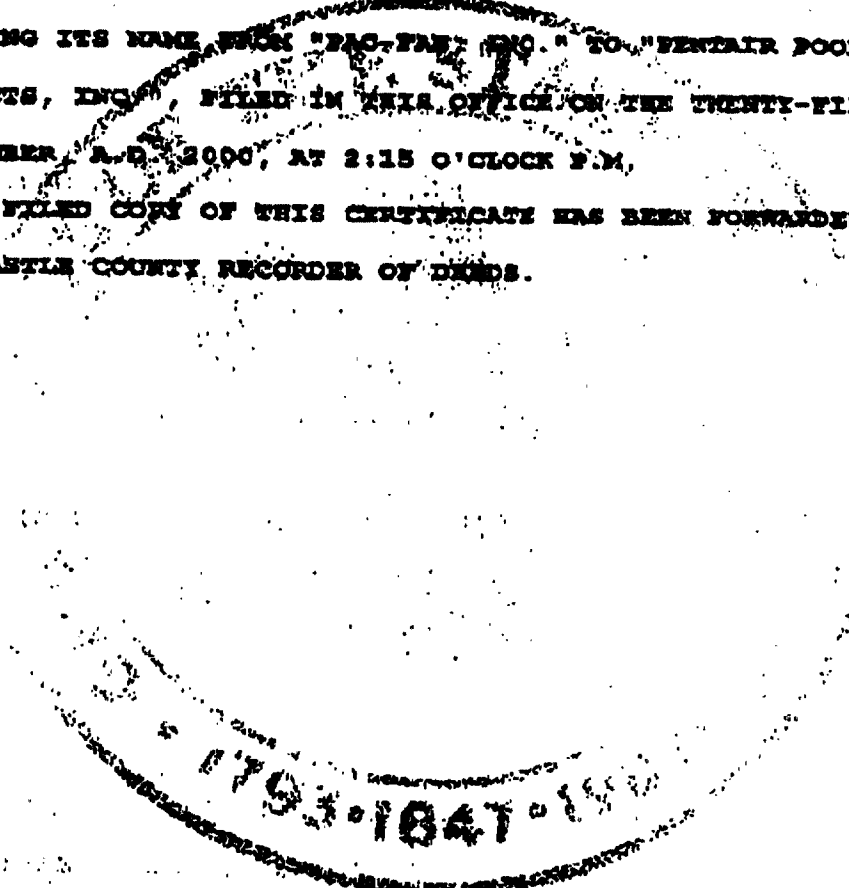
ATTACHMENT A

Registration/Application No.:	Mark:
824,307	PARAGON and design
1,584,314	PARAGON and design
1,793,572	DARK BUSTER
1,813,593	AQUA-LUMINATOR
1,815,405	ECLIPSE
1,860,348	LAGUNA
1,860,349	METEOR
2,287,226	AMERSCAPES
2,287,227	AMERQUARTZ
76/092,107	STARK AQUATIC SYSTEM & design
76/092,108	PA and design
76/092,109	Swimmer design
76/092,110	KDI PARAGON & design

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "PAC-FAB, INC.", CHANGING ITS NAME FROM "PAC-FAB, INC." TO "VENTAIR POOL PRODUCTS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2000, AT 2:15 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

0776934 8100

001483074

AUTHENTICATION: 0696217

DATE: 09-26-00

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

Pac-Fab, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of Pac-Fab, Inc., by changing Article I thereof so that, as amended, said Article shall be and read as follows:

1. The name of this Corporation is Pentair Pool Products, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have 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.

THIRD: 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 Pac-Fab, Inc. has caused this certificate to be signed by Richard J. Cathcart, its Chairman, this 20th day of September, 2000.


Richard J. Cathcart, Chairman