

FORM PTO-1594 (Rev. 6-93)

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04-23-2002

J.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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



Atty Docket No.

*Corrective 4-15-02*

102058360

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

1. Name of conveying party(ies):

**L & C Spinco, Inc.**

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

Additional names(s) of conveying party(ies) attached  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Record to correct wrong
- Merger
- Change of Name

*Reg. NO 2208994 previously recorded on Execution Date: November 9, 2001*  
*Reel 2443*  
*Frame 341*

2. Name and address of receiving party(ies)

Name: **Acuity Brands, Inc.**

Internal Address:

Street Address: **1420 Peachtree Street, NE**

City: **Atlanta**

State: **GA** Zip: **30309**

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

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

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s):

**2,028,994**

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **William H. Brewster, Esq.**

Internal Address: **KILPATRICK STOCKTON LLP**

Street Address: **1100 Peachtree St., Suite 2800**

City: **Atlanta** State: **GA** Zip: **30309**

6. Total number of applications and registrations involved  1

7. Total fee (37 CFR 3.41).....\$ **40.00**

Enclosed

Authorized to be charged to deposit account

The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

**11-0860**

*404-815-6204*

DO NOT USE THIS SPACE

*Charge Fee*

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.

**Angela Catalano**  
Name of Person Signing

*Angela Catalano*  
Signature

**4-15-02**  
Date

Total number of pages including cover sheet, attachments, and document  8

OPR/ASSIGNMENTS 4/9/02 1:29 PAGE 4/4 RightFAX  
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FORM PTO-1594 (Rev. 6-93) U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office  
 CMB No. 065 (Rev. 1-99) (exp. 4-04) TRADEMARKS ONLY Atty Docket No.

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

1. Name of conveying party(ies):  
 L & C Spinco, Inc.  
 Individuals(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State - Delaware  
 Other \_\_\_\_\_  
 Additional names(s) of conveying party(ies) attached  Yes  No

2. Name and address of receiving party(ies)  
 Name: Acuity Brands, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 1420 Peachtree Street, NE  
 City: Atlanta State: GA Zip: 30309  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_  
 If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
 Execution Date: November 9, 2001

4. Application numbers(s) or patent numbers(s):  
 A. Trademark Application No.(s)  
 B. Trademark Registration No.(s):  
 2,028,996 ALLEYKAT  
 2,208,994 OMNIKAT  
 Additional numbers attached?  Yes  No

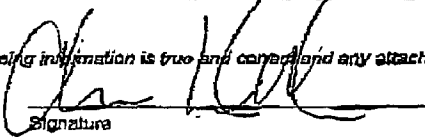
5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: William H. Brewster, Esq.  
 Internal Address: \_\_\_\_\_  
 Street Address: 1100 Peachtree St., Suite 2800  
 City: Atlanta State: GA Zip: 30309

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account  
 The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:  
 11-0860

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.  
 Christopher J. Kellner  
 Name of Person Signing  
 Signature:   
 Date: 4/7/02

Total number of pages including cover sheet, attachments, and documents: 4

*State of Delaware*  
*Office of the Secretary of State*

PAGE 1

I, HARRIET SMITH WINDSOR, 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 "L & C SPINCO, INC.", CHANGING ITS NAME FROM "L & C SPINCO, INC." TO "ACUITY BRANDS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF NOVEMBER, A.D. 2001, AT 10 O'CLOCK A.M.



*Harriet Smith Windsor*  
*Harriet Smith Windsor, Secretary of State*

AUTHENTICATION: 1455021

DATE: 11-19-01

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12/05/2001 WED 12:16 [TX/RX NO 7070] 002

TRADEMARK  
REEL: 002452 FRAME: 0872

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:00 AM 11/09/2001  
010567789 - 3408700

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
L & C SPINCO, INC.**

L & C Spinco, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "DGCL"), DOES HEREBY CERTIFY:

1. That pursuant to an action duly and properly taken by the Board of Directors of the Corporation, resolutions were duly adopted setting forth the amendment of the Certificate of Incorporation of the Corporation set forth below (the "Amendment"), declaring said amendment to be advisable and referring said amendment to the sole stockholder of the Corporation for consideration thereof and approval and adoption by such sole stockholder by written consent of the sole stockholder.

2. That thereafter, pursuant to a resolution of the Board of Directors calling for the Amendment to be submitted to the sole stockholder for its approval, the Amendment was approved and adopted by the sole stockholder by written consent with the necessary number of shares of common stock consenting to the Amendment in accordance with Sections 228 and 242 of the DGCL and the terms of the Certificate of Incorporation of the Corporation.

3. That Article 1 of the Certificate of Incorporation of the Corporation is hereby amended by deleting such paragraph in its entirety and replacing it with the following:

"1.

The name of the corporation (which is hereinafter referred to as the "Corporation") is Acuity Brands, Inc."

4. That the Amendment was duly adopted in accordance with the provisions of Sections 228 and 242 of the DGCL.

5. The undersigned officer of the Corporation hereby acknowledges that the foregoing is the act and deed of the Corporation and that the facts stated herein are true.

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Dec-05-01 01:17pm From-NSI LEGAL DEPARTMENT

4048531015

T-406 P.04/04 F-695

**IN WITNESS WHEREOF**, L & C Spinco, Inc. has caused this Certificate to be signed by the officer identified below this 9<sup>th</sup> day of November, 2001.

L & C SPINCO, INC.

By: *Kenyon W. Murphy*  
Name: Kenyon W. Murphy  
Title: Senior Vice President