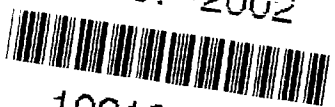


RECORDATION FORM COVER SHEET
MARKS ONLY

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

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

08-07-2002


102169617

To the Commissioner for

record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Davis Water & Waste Industries, Inc.

8/5/02

- individual(s)
- General Partnership
- Corporation-State Georgia
- Other _____

- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: August 26, 1996

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 _____
- Corporation-State Georgia
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: yes no
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,520,381

Additional numbers attached? Yes 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

Enclosed

Authorized to be charged to deposit account
The Commissioner is authorized to charge:

8. Deposit Account No: 500214

FINANCE SECTION
AUG 07 2002 13

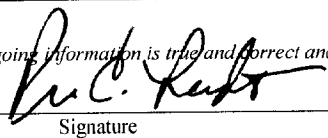
DO NOT USE THIS SPACE

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



Signature

July 31, 2002

Date

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

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

221509

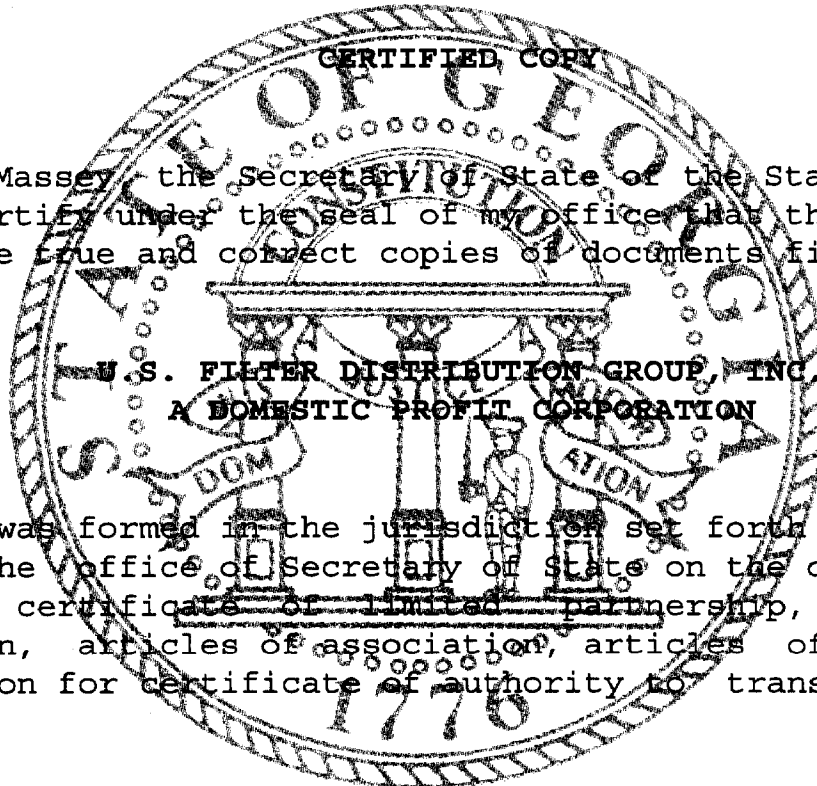
08/07/2002 LMUELLER 00000669 500214 1520381

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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 : 980570529
CONTROL NUMBER : 7300210
DATE INC/AUTH/FILED: 04/12/1956
JURISDICTION : GEORGIA
PRINT DATE : 02/26/1998
FORM NUMBER : 215

CT CORPORATION SYSTEM
RUDENE REMBERT
1201 PEACHTREE STREET, NE
ATLANTA, GA 30361



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 Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of 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

TRADEMARK

REEL: 002556 FRAME: 0914

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: 002556 FRAME: 0915

96 2420541
#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 D. Hession*
Assistant Secretary

BSR (1)

AUG 30 11 02 AM '96

SECRETARY OF STATE

SECRETARY OF STATE
AUG 29 1 10 PM '96
BSR (1)