

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Generac Portable Products, Inc.		06/28/2002	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Generac Portable Products, LLC		
Street Address:	900 North Parkway		
Internal Address:	P.O. Box 239		
City:	Jefferson		
State/Country:	WISCONSIN		
Postal Code:	53549		
Entity Type:	LTD LIAB JT ST CO: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Serial Number:	76305366		
CORRESPONDENCE DATA			
Fax Number:	(414)277-0656		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	262-956-6560		
Email:	mkeipdocket@mbf-law.com		
Correspondent Name:	Michael Best & Friedrich LLP		
Address Line 1:	100 East Wisconsin Avenue		
Address Line 2:	Suite 3300		
Address Line 4:	Milwaukee, WISCONSIN 53202-4108		
ATTORNEY DOCKET NUMBER:	039189/9031		
NAME OF SUBMITTER:	Casimir F. Laska		

CH \$40.00 76305366

Total Attachments: 2
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Delaware

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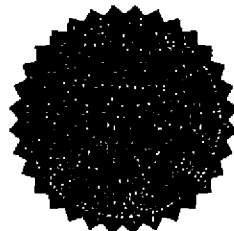
The First State

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 MERGER, WHICH MERGES:

"GENERAC PORTABLE PRODUCTS, INC.", A DELAWARE CORPORATION, WITH AND INTO "GENERAC PORTABLE PRODUCTS, LLC" UNDER THE NAME OF "GENERAC PORTABLE PRODUCTS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2002, AT 5 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2002, AT 11:59 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2903092 8100M

AUTHENTICATION: 1862762

020425875

DATE ~~TRADEMARK~~

REEL: 002677 FRAME: 0039

**CERTIFICATE OF MERGER
OF
GENERAC PORTABLE PRODUCTS, INC.
INTO
GENERAC PORTABLE PRODUCTS, LLC**

The undersigned, Generac Portable Products, LLC, a Delaware limited liability company and the surviving entity in this merger (the "Surviving Entity"), hereby certifies as follows:

1. This Certificate of Merger is filed for purposes of merging Generac Portable Products, Inc., a Delaware corporation (the "Nonsurviving Entity"), into the Surviving Entity.

2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Nonsurviving Entity and the Surviving Entity, pursuant to Section 264(c) of the Delaware General Corporation Law.

3. The name of the Surviving Entity is Generac Portable Products, LLC.


4. The executed Agreement of Merger is on file at the following office of the Surviving Entity:

Generac Portable Products, LLC
12301 West Wirth Street
Wauwatosa, WI 53222-2110

5. A copy of the Agreement of Merger will be furnished by the Surviving Entity on request and without cost to any member of the Surviving Entity or to any stockholder of the Nonsurviving Entity.

6. The effective time of the merger shall be as of 11:59 p.m. EDT on June 30, 2002.

IN WITNESS WHEREOF, the Surviving Entity has caused this Certificate of Merger to be executed on its behalf by its President this 28th day of June, 2002.

GENERAC PORTABLE PRODUCTS, LLC

D. J. Neenan, Jr., President and CEO

QBMRKUS265934.1