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09-25-2003

Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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
- 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: September 20, 2000

2. Name and address of receiving party(ies)

Name: Pentair Pool Products, Inc.

Internal

Address: _____

Street Address: 1620 Hawkins Avenue

City: Sanford State: NC Zip: 27330

- 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
(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) 75/656,245

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: Thomas P. Schiller

Internal Address: _____

Street Address: 1801 East 9th Street

Suite 1200

City: Cleveland State: OH Zip: 44114-3108

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

8. Deposit account number:

16-0820, Order No. 31215

DO NOT USE THIS SPACE

9. Signature.

Thomas P. Schiller
Name of Person Signing

Signature

September 16, 2003
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

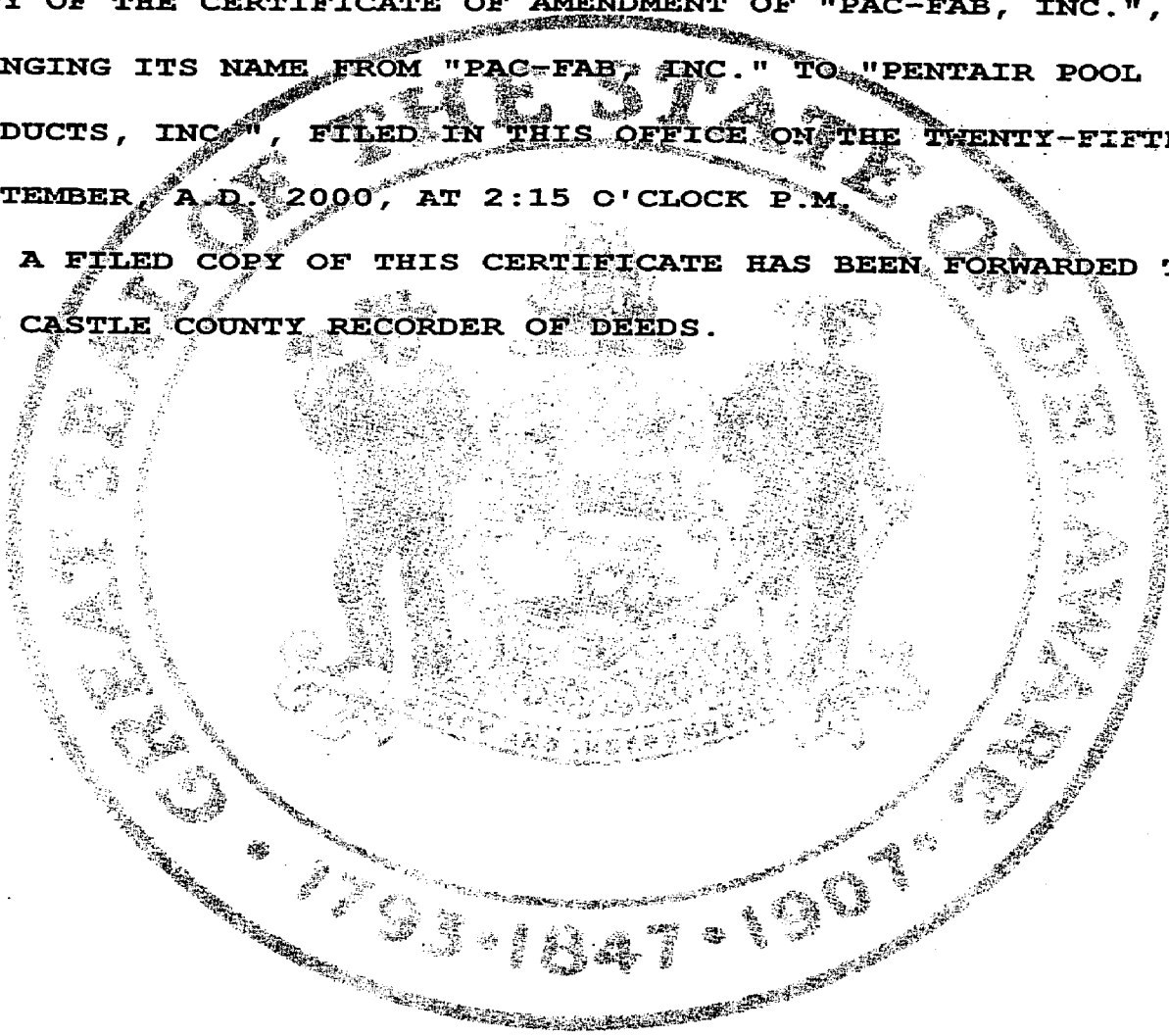
09/24/2003 8TON11 00000161 75656245
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TRADEMARK
REEL: 002829 FRAME: 0881

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 "PENTAIR 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

AUTHENTICATION: 0696217

DATE: 09-26-00

TRADEMARK

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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 1 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