

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Laars, Inc.		06/27/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Jandy Pool Products, Inc.
Street Address:	23 Corporate Plaza
Internal Address:	Suite 246
City:	Newport Beach
State/Country:	CALIFORNIA
Postal Code:	92660
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	76503829	FLOWLINK
Registration Number:	2668286	AIR ENERGY HEAT PUMPS INC.
Registration Number:	2956790	AQUAPURE
Registration Number:	2684957	CHALEUR
Registration Number:	1732013	CLORMATIC
Registration Number:	2190776	HI-E2
Registration Number:	2585387	HOT SHOT
Registration Number:	2613232	L L S
Registration Number:	1484168	SPA WORKS
Registration Number:	2470128	XL-3

CORRESPONDENCE DATA

Fax Number: (412)562-1041

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

CH \$265.00 76503829

Phone: 412-562-1639
Email: cremonesevj@bipc.com
Correspondent Name: Carla J. Vrsansky
Address Line 1: 301 Grant Street
Address Line 2: 20th Floor
Address Line 4: Pittsburgh, PENNSYLVANIA 15219

ATTORNEY DOCKET NUMBER:	43874-000001
NAME OF SUBMITTER:	Carla J. Vrsansky
Signature:	/Carla J. Vrsansky/
Date:	11/16/2005

Total Attachments: 4

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Delaware

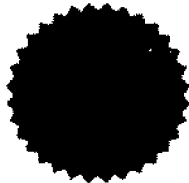
PAGE 1

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 AMENDMENT OF "LAARS, INC.", CHANGING ITS NAME FROM "LAARS, INC." TO "JANDY POOL PRODUCTS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2005, AT 2:58 O'CLOCK P.M.

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

3107192 8100
050534285



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3983287

DATE: 06-28-05

TRADEMARK
REEL: 003195 FRAME: 0423

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:32 PM 06/27/2005
FILED 02:58 PM 06/27/2005
BY 030234285 - 3107192 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
LAARS, INC.,
a Delaware corporation**

Laars, Inc., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (this "Corporation"), DOES HEREBY CERTIFY:

FIRST: That pursuant to an Action by Unanimous Written Consent of the Directors of this Corporation, the Directors adopted a resolution setting forth a proposed amendment of the Certificate of Incorporation of this Corporation, declaring said amendment to be advisable and authorizing the officers of this Corporation to present the proposed amendment to the stockholders of this Corporation for their consideration. To follow is the resolution setting forth the proposed amendment:

NOW, THEREFORE, BE IT RESOLVED, that Article First of the Certificate of Incorporation of this Corporation be, and hereby is, amended and restated in full as set forth below:

"FIRST: The name of this corporation is: Jandy Pool Products, Inc."

SECOND: That pursuant to the provisions of Section 228 of the Delaware General Corporation Law, the stockholders of this Corporation consented to the amendment.

THIRD: That the amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the Delaware General Corporation Law.

NB1:656124.2

IN WITNESS WHEREOF, Laars, Inc. has caused this Certificate to be signed by Richard D. Tipton, its Secretary, this 27th day of June 2005.

LAARS, INC.,
a Delaware corporation

By: /s/ Richard D. Tipton
Richard D. Tipton
Secretary

NB1-656134.2

TRADEMARK
REEL: 003195 FRAME: 0425

SCHEDULE A

Registration No.	Registration Date
2,668,286	12-31-02
2,956,790	05-31-05
2,684,957	02-04-03
1,732,013	11-10-92
2,190,776	09-02-98
2,585,387	06-25-02
2,613,232	08-27-02
1,484,168	04-12-88
2,470,128	07-17-01

Serial No.	Filing Date
76/503,829	03-31-03