

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Varon Lighting, Inc.		11/02/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Varon Lighting Group, LLC		
Street Address:	765 S. State Route 83		
City:	Elmhurst		
State/Country:	ILLINOIS		
Postal Code:	60126		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78763849	RSL PROFESSIONAL LANDSCAPE LIGHTING	
Serial Number:	78506271	VISIO LIGHTING	
Serial Number:	78849320	SURLINK	
CORRESPONDENCE DATA			
Fax Number:	(312)346-8434		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3124767534		
Email:	lturczak@lplegal.com		
Correspondent Name:	Laura Turczak, Levenfeld Pearlstein		
Address Line 1:	2 N. LaSalle Street		
Address Line 2:	Suite 1300		
Address Line 4:	Chicago, ILLINOIS 60602		
ATTORNEY DOCKET NUMBER:	30506-67290		
NAME OF SUBMITTER:	Laura J. Turczak		

CH \$90.00 78763849

Signature:	/LJT/
Date:	11/13/2006
Total Attachments: 4 source=Varon Lighting Group, LLC - DE Conversion#page1.tif source=Varon Lighting Group, LLC - DE Conversion#page2.tif source=Varon Lighting Group, LLC - DE Conversion#page3.tif source=Varon Lighting Group, LLC - DE Conversion#page4.tif	

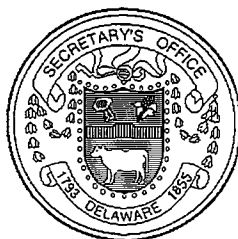
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "VARON LIGHTING, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VARON LIGHTING, INC." TO "VARON LIGHTING GROUP, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 2006, AT 8:06 O'CLOCK A.M.

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



3175892 8100V

061005849

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5167221


DATE: 11-02-06

TRADEMARK
REEL: 003427 FRAME: 0080

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is DELAWARE.
- 2.) The jurisdiction immediately prior to filing this Certificate is DELAWARE.
- 3.) The date the corporation first formed is 02/11/2000.
- 4.) The name of the Corporation immediately prior to filing this Certificate is VARON LIGHTING, INC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is VARON LIGHTING GROUP, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
2nd day of November, A.D. 2006.

By: 
Authorized Person

Name: C. Joseph Incrocci
Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:51 AM 11/02/2006
FILED 08:06 AM 11/02/2006
SRV 061005849 - 3175892 FILE

TRADEMARK
REEL: 003427 FRAME: 0081

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "VARON LIGHTING GROUP, LLC" FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 2006, AT 8:06 O'CLOCK A.M.

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



3175892 8100V

061005849

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5167221

DATE: 11-02-06

TRADEMARK
REEL: 003427 FRAME: 0082

CERTIFICATE OF FORMATION

OF

VARON LIGHTING GROUP, LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

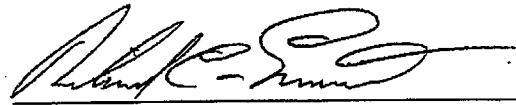
FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is VARON LIGHTING GROUP, LLC.

SECOND: The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

THIRD: The limited liability company shall exist in perpetuity.

Executed on November 2, 2006

By:



Richard Ernest, Authorized Person

LP 1092501.1\30506-67290

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:51 AM 11/02/2006
FILED 08:06 AM 11/02/2006
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