

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Regional Economic Research, Inc.		06/25/2003	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	ltron, Inc.
Street Address:	2111 N Molter Road
City:	Liberty Lake
State/Country:	WASHINGTON
Postal Code:	99019
Entity Type:	CORPORATION: WASHINGTON

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	2750389	SITEPRO
Registration Number:	2611840	ESHAPES
Registration Number:	2703611	EMETRIX
Registration Number:	2569634	ND AUTO
Registration Number:	2533939	PROFORM
Registration Number:	2516451	METRIXND

**CORRESPONDENCE DATA**

Fax Number: (206)359-9000  
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 Phone: 2063598000  
 Email: pctrademarks@perkinscoie.com  
 Correspondent Name: Grace Han Stanton of Perkins Coie LLP  
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CH \$165.00 2750389

**TRADEMARK**

ATTORNEY DOCKET NUMBER:	10145-0135
NAME OF SUBMITTER:	Grace Han Stanton
Signature:	/Grace Han Stanton/
Date:	04/09/2007
Total Attachments: 6 source=RERtoITRON#page1.tif source=RERtoITRON#page2.tif source=RERtoITRON#page3.tif source=RERtoITRON#page4.tif source=RERtoITRON#page5.tif source=RERtoITRON#page6.tif	

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **Sam Reed**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF MERGER

to

**ITRON, INC.**

a Washington Profit Corporation. Articles of Merger were filed for record in this office on the date indicated below.

**Merging REGIONAL ECONOMIC RESEARCH, INC., a California corp.  
qualified in Washington into ITRON, INC.**

UBI Number: 600 337 134

Date: June 30, 2003

Effective Date:



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State

TRADEMARK

REEL: 003518 FRAME: 0296

182-1943: 0  
2003

FILED  
SECRETARY OF STATE

JUN 30 2003

STATE OF WASHINGTON

ARTICLES OF MERGER

ITRON, INC. 600-337-134  
and  
REGIONAL ECONOMIC RESEARCH, INC. 601-478-094

Pursuant to RCW 23B.11.050, the following Articles of Merger are executed for the purpose of merging Regional Economic Research, Inc., a California corporation (the "Subsidiary"), into Itron, Inc., a Washington corporation (the "Parent Corporation").

1. The Agreement and Plan of Merger adopted by the Board of the Parent Corporation is attached hereto as Exhibit A.
2. Shareholder approval was not required of either corporation pursuant to RCW 23B.11.040(1).
3. The merger shall be effective on the date these Articles are filed with the Washington Secretary of State.

Dated: June 25, 2003

ITRON, INC.

By David G. Remington  
David G. Remington, Vice President and  
Chief Financial Officer

By MariLyn R. Blair  
MariLyn R. Blair, Corporate Secretary

182-1943-1  
2003

**Exhibit A**  
**(Agreement and Plan of Merger)**

## AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT and PLAN OF MERGER ("Plan of Merger") is made June 25, 2003 between Regional Economic Research, a California corporation ("RER") and Itron, Inc., a Washington corporation ("Itron"). RER and Itron are sometimes collectively referred to in this Plan of Merger as the "Constituent Corporations."

### RECITALS

- A. RER is a corporation organized and existing under the laws of the State of California.
- B. Itron is a corporation organized and existing under the laws of the State of Washington, qualified to do business in the state of California, and is the sole shareholder of RER (Itron sometimes referred to hereafter as the "Parent").
- C. Itron and RER deem it advisable and in the best interests of the Constituent Corporations, respectively, and their respective shareholders, that RER be merged with and into its Parent (the "Merger"), as authorized by the laws of the States of Washington and California, pursuant to the terms and conditions hereinafter set forth.

### AGREEMENT

In consideration of the foregoing recitals and of the covenants and agreements hereinafter set forth and for the purpose of prescribing the terms and conditions of the Merger, the parties agree as follows:

#### 1. Merger; Effectiveness

RER shall be merged into Itron (hereinafter sometimes called the "Surviving Corporation"), pursuant to the applicable provisions of the Washington Business Corporation Act and California Corporations Code in accordance with the terms and conditions of this Plan of Merger.

Upon the execution by the Surviving Corporation of Articles of Merger incorporating this Plan of Merger, and the filing of such Articles of Merger with the Secretary of State of the State of Washington, and the filing of the required merger document(s) with the Secretary of State of the State of California, the Merger shall become effective (the "Effective Time of the Merger").

#### 2. Articles of Incorporation

The Articles of Incorporation of Itron, at the Effective Time of the Merger, shall be the Articles of Incorporation of the Surviving Corporation.

**3. Bylaws**

The Bylaws of Itron, as in effect immediately prior to the Effective Time of the Merger, shall be the Bylaws of the Surviving Corporation.

**4. Directors and Officers**

The directors and officers of Itron in office at the Effective Time of the Merger shall be the directors and officers of the Surviving Corporation and shall hold such offices in accordance with and subject to the Articles of Incorporation and Bylaws of the Surviving Corporation, as in effect immediately after the Effective Time of the Merger.

**5. Conversion of Shares**

At the Effective Time of the Merger, by virtue of the Merger and without any action on the part of the holders of any shares of stock of RER or Itron, all issued and outstanding shares of capital stock of RER, all of which are owned by Itron, the Parent, shall be cancelled, and no consideration shall be delivered in exchange therefor.

**6. Rights, Duties, Powers, Liabilities, Etc.**

At the Effective Time of the Merger, the separate existence of RER shall cease, and RER shall be merged in accordance with the provisions of this Plan with and into Itron, the Surviving Corporation, which shall possess all the properties and assets, and all the rights, privileges, powers, immunities and franchises, of whatever nature and description, and shall be subject to all restrictions, disabilities, duties and liabilities of each of the Constituent Corporations; and all such things shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate, or any interest therein, vested by deed or otherwise in either of the Constituent Corporations, shall be vested in the Surviving Corporation without reversion or impairment. Any claim existing or action or proceeding, whether civil, criminal or administrative, pending by or against either Constituent Corporation, may be prosecuted to judgment or decree as if the Merger had not taken place, and the Surviving Corporation may be substituted in any such action or proceeding.

*[The remainder of this page intentionally left blank.]*

ITRON, INC.  
(Parent or Surviving Corporation)

By David G. Remington  
David G. Remington, Vice President and  
Chief Financial Officer

By MariLyn R. Blair  
MariLyn R. Blair, Corporate Secretary

REGIONAL ECONOMIC RESEARCH, INC.  
(Disappearing Corporation)

By David G. Remington  
David G. Remington, President and Secretary

*[Signature page to Agreement and Plan of Merger]*