

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sta-Rite Pool, LLC		12/20/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Pentair Water Pool and Spa, Inc.
Street Address:	1620 Hawkins Avenue
City:	Sanford
State/Country:	NORTH CAROLINA
Postal Code:	27330
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	1094986	DURA*GLAS
Registration Number:	2819955	GREAT WHITE
Registration Number:	1488159	MAX-E-GLAS
Registration Number:	2181371	MAX-E-THERM
Registration Number:	2375569	POOLSHARK
Registration Number:	2477807	POSI-RING
Registration Number:	1117195	POSI*FLO
Registration Number:	1787826	STA-RITE
Registration Number:	1372356	SUNLITE
Registration Number:	1392268	SUNSTAR
Registration Number:	0635410	SWIMQUIP
Registration Number:	1766651	SYSTEM 3 FILTRATION

CH \$415.00 1094986

Registration Number:	0767494	TURBO-CLEAN
Registration Number:	1785414	ULTRA JET
Registration Number:	2430992	VICO
Registration Number:	2416280	WOW! WHIRLPOOL OPERATING WONDER

CORRESPONDENCE DATA

Fax Number: (330)376-4577
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3303762700
Email: tlink@ralaw.com
Correspondent Name: Terrence H. Link II
Address Line 1: 222 S Main St
Address Line 4: Akron, OHIO 44308

ATTORNEY DOCKET NUMBER:	067920.STARITEGENERALIP
NAME OF SUBMITTER:	Terrence H. Link II
Signature:	/Terrence H. Link II/
Date:	12/27/2007

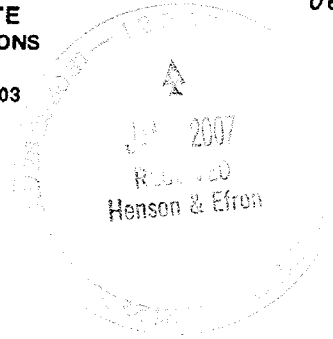
Total Attachments: 2
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State of Delaware

SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 P.O. BOX 898
 DOVER, DELAWARE 19903

061185549



12-26-2006

9358681
 HENSON & EFRON, P.A.
 220 S. 6TH ST., SUITE 1800
 MINNEAPOLIS MN 55402-4503

ATTN: ROCHELLE HAUSER

DESCRIPTION	AMOUNT
STA-RITE POOL, LLC 4267457 0250N Merger; Non-Survivor	
Merger	80.00
Franchise Tax Balance	200.00
FILING TOTAL	280.00
PENTAIR WATER POOL AND SPA, INC. 0776934 0250S Merger; Survivor	
Merger	75.00
Receiving/Indexing	50.00
Data Entry Fee	5.00
Court Municipality Fee, Dover	40.00
Surcharge Assessment-Kent County	6.00
Page Assessment-Kent County	18.00
Expedite Fee, Same Day	200.00
FILING TOTAL	394.00
TOTAL CHARGES	674.00
TOTAL PAYMENTS	674.00
SERVICE REQUEST BALANCE	.00

**CERTIFICATE OF MERGER OF
STA-RITE POOL, LLC INTO
PENTAIR WATER POOL AND SPA, INC.**

Pursuant to Title 8, Section 264 of the Delaware General Corporation Law and Title 6, Section 18-209, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Pentair Water Pool and Spa, Inc., a Delaware corporation, and the name of the limited liability company being merged into this surviving corporation is Sta-Rite Pool, LLC, a Delaware limited liability company.

SECOND: The Certificate of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 251 of the Delaware Corporation Law and of the Delaware Limited Liability Company Act.

THIRD: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.


FOURTH: The merger is to become effective at 11:59 p.m. on December 31, 2006.

FIFTH: An executed copy of this Certificate of Merger shall be kept on file at the corporate office of Pentair Water Pool and Spa, Inc., 5500 Wayzata Boulevard, Suite 800, Golden Valley, MN 55416-1259, and shall be made available on request to any shareholder of either corporation

SIXTH: A copy of the Certificate of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer on December 20, 2006.

PENTAIR WATER POOL AND SPA, INC.



Angela D. Lageson, Assistant Secretary

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*State of Delaware
Secretary of State
Division of Corporations
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