

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Pentair Pool Products, Inc.		10/25/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
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		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	2580931	NAUTILUS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(330)376-4577		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	330-376-2700		
Email:	mterzola@ralaw.com		
Correspondent Name:	Mark C. Terzola		
Address Line 1:	222 S. Main St.		
Address Line 2:	Roetzel & Andress		
Address Line 4:	Akron, OHIO 44308		
ATTORNEY DOCKET NUMBER:	067920.2020		
NAME OF SUBMITTER:	Mark C. Terzola		
Signature:	/mct/		
Date:	03/31/2008		

CH \$40.00 2580931

Total Attachments: 3

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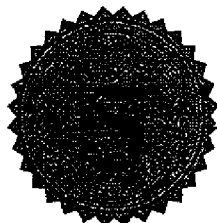
# Delaware

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 "PENTAIR POOL PRODUCTS, INC.", CHANGING ITS NAME FROM "PENTAIR POOL PRODUCTS, INC." TO "PENTAIR WATER POOL AND SPA, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2004, AT 1:02 O'CLOCK P.M.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

0776934 8100

040817612

AUTHENTICATION: 3473064

DATE: 11-12-04

TRADEMARK  
REEL: 003749 FRAME: 0611

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION**

Pentair Pool Products, 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 Pentair Pool Products, 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 Water Pool and Spa, 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 OF, said Pentair Pool Products, Inc. has caused this certificate to be signed by Louis L. Ainsworth, its Secretary, this 25<sup>th</sup> day of October, 2004.



Louis L. Ainsworth, Secretary

**JOINT RECORD OF ACTION OF  
BOARD OF DIRECTORS  
AND SOLE SHAREHOLDER  
OF  
PENTAIR POOL PRODUCTS, INC.  
Effective October 25, 2004**

The undersigned, being all of the members of the Board of Directors and the sole shareholder of Pentair Pool Products, Inc., a Delaware corporation (the "Corporation"), do hereby in writing and without a meeting therefor unanimously adopt the following resolution effective October 25, 2004:

**RESOLVED**, that the President and Secretary of this Company be and they hereby are authorized and directed on behalf of the Company to prepare and execute a Certificate of Amendment to Certificate of Incorporation to amend Article 1 of the Company's Certificate of Incorporation to read as follows:


The name of this corporation is Pentair Water Pool and Spa, Inc.

and be it further

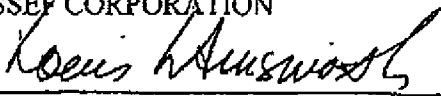
**RESOLVED**, the President and Secretary of this Company be and they hereby are authorized and directed to file the executed Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware and to execute such further documents, instruments and agreements and to take such further action as such officers deem necessary or advisable to consummate the transactions contemplated by the foregoing resolutions

**DIRECTORS:**

  
Richard J. Cathcart

  
Louis L. Ainsworth

**SHAREHOLDER:**

ESSEF CORPORATION  
  
Louis L. Ainsworth, Secretary