

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------------|-----------------|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Pentair Pool Products, Inc. | | 10/25/2004 | CORPORATION: 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: 41

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------|
| Registration Number: | 1675066 | |
| Registration Number: | 2774771 | |
| Registration Number: | 2815664 | MOBI |
| Registration Number: | 2815665 | MOBILETOUCH |
| Registration Number: | 2911232 | NT |
| Registration Number: | 3010589 | NT TSI |
| Registration Number: | 1218855 | ORTEGA |
| Registration Number: | 2650284 | PARACOTE |
| Registration Number: | 1584314 | PARAGON |
| Registration Number: | 2867045 | PARAGON |
| Registration Number: | 2780320 | PENTAIR AQUATICS |
| Registration Number: | 2671748 | PENTAIR POOL PRODUCTS |
| Registration Number: | 2740251 | PENTAIR POOL PRODUCTS |
| Registration Number: | 2763754 | PG2000 |

CH \$1040.00 1675066

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|----------------------|---------|--|
| Registration Number: | 2793937 | PHOTON GENERATOR |
| Registration Number: | 2723939 | PINNACLE |
| Registration Number: | 2941125 | |
| Registration Number: | 1535009 | PROVAC |
| Registration Number: | 2943758 | QUICKTOUCH |
| Registration Number: | 2946113 | QUIET 1 ONE |
| Registration Number: | 2858592 | QUIET ONE 1 |
| Registration Number: | 1592763 | QUIET ONE |
| Registration Number: | 2677958 | SAL |
| Registration Number: | 2677959 | SAM |
| Registration Number: | 2721218 | SAND DOLLAR |
| Registration Number: | 2681031 | SEA FLOW |
| Registration Number: | 2681025 | SEA HORSE |
| Registration Number: | 2709189 | SPABRITE |
| Registration Number: | 2943760 | SPECTRUM AMERLITE |
| Registration Number: | 2965049 | SPECTRUM AQUALIGHT |
| Registration Number: | 2566784 | STARK AQUATIC SYSTEMS |
| Registration Number: | 2679573 | |
| Registration Number: | 2711250 | TAGELUS |
| Registration Number: | 2683557 | TARPON |
| Registration Number: | 1721411 | THE BEST POOL CLEANING SYSTEM IN THE WORLD. PERIOD! |
| Registration Number: | 1565471 | THRUSTER |
| Registration Number: | 2775404 | THS SERIES |
| Registration Number: | 1162610 | TRITON |
| Registration Number: | 2669112 | ULTRA-FLOW |
| Registration Number: | 1790141 | VAC MAN |
| Registration Number: | 2775108 | WARRIOR |

CORRESPONDENCE DATA

Fax Number: (330)376-4577

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

Phone: 330-376-2700

Email: GMoxon@ralaw.com

Correspondent Name: George W. Moxon II

Address Line 1: 222 S. Main St.

Address Line 2: Roetzel & Andress

Address Line 4: Akron, OHIO 44308

ATTORNEY DOCKET NUMBER: 067920.2817

NAME OF SUBMITTER: George W. Moxon II

Signature: /gwm/

Date: 06/10/2008

Total Attachments: 3
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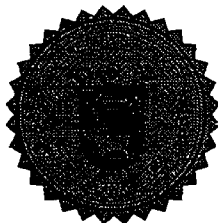
Delaware

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

AUTHENTICATION: 3473064

040817612

DATE: 11-12-04

TRADEMARK
REEL: 003792 FRAME: 0645

**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 25th 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:

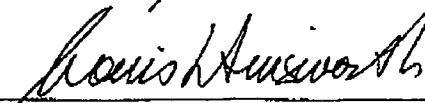
The name of this corporation is Pentair Water Pool and Spa, Inc.

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