

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/29/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Electrolux Home Care Products Ltd.		06/29/2007	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Electrolux Home Care Products, Inc.		
Street Address:	20445 Emerald Parkway, SW		
Internal Address:	Suite 250		
City:	Cleveland		
State/Country:	OHIO		
Postal Code:	44135-0920		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77154115		
Serial Number:	77154210		
CORRESPONDENCE DATA			
Fax Number:	(216)579-6073		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	216 579 1700		
Email:	cgaffney@pearne.com		
Correspondent Name:	Michael W. Garvey		
Address Line 1:	1801 East Ninth Street		
Address Line 2:	Suite 1200		
Address Line 4:	Cleveland, OHIO 44114-3108		
ATTORNEY DOCKET NUMBER:	WEUT 41642 & 41978		

CH \$65.00 77154115

900109016

TRADEMARK
REEL: 003796 FRAME: 0324

NAME OF SUBMITTER:	Michael W. Garvey
Signature:	/michaelwgarvey/
Date:	06/16/2008
<p>Total Attachments: 13</p> <p>source=texas evidence of merger from sec of state (e0032123)#page1.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page2.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page3.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page4.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page5.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page6.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page7.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page8.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page9.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page10.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page11.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page12.tif</p> <p>source=texas evidence of merger from sec of state (e0032123)#page13.tif</p>	



Office of the Secretary of State

July 03, 2007

CT Corporation System
701 Brazos, Ste. 360
Austin, TX 78701 USA

RE:
Electrolux, Inc. (File Number: Not Applicable)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Electrolux Home Care Products Ltd.
Domestic Limited Partnership (LP)
[File Number: 800037978]

Into

Electrolux, Inc.
Foreign For-Profit Corporation
Delaware, USA
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 06/29/2007

Effective: 06/29/2007



A handwritten signature in black ink, appearing to read "Phil Wilson".

Phil Wilson
Secretary of State

JUN 29 2007

Corporations Section

Form 622

(Revised 01/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697

Austin, TX 78711-3697

512 463-5555

FAX: 512 463-5709

Filing Fee: \$300



**Certificate of Merger
Combination Merger
Business Organizations Code**

This space reserved for office use.

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 1

Electrolux Home Care Products Ltd.

Name of Organization

The organization is a limited partnership

Specify organizational form (e.g., for-profit corporation)

It is organized under the laws of

Texas

USA

The file number, if any, is 800037978

Texas Secretary of State file number

State

Country

Its principal place of business is 20445 Emerald Pkwy., S.W., Ste. 250, Cleveland, OH 44135

Address

City

State

☐ The organization will survive the merger. ☒ The organization will not survive the merger.

☐ The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 2

Electrolux, Inc.

Name of Organization

The organization is a corporation

Specify organizational form (e.g., for-profit corporation)

It is organized under the laws of

Delaware

Country

The file number, if any, is Not applicable

Texas Secretary of State file number

State

Its principal place of business is 20445 Emerald Pkwy., S.W., Ste. 250, Cleveland, OH 44135

Address

City

State

☒ The organization will survive the merger. ☐ The organization will not survive the merger.

☐ The plan of merger amends the name of the organization. The new name is set forth below.

Electrolux Home Care Products Ltd.

Name as Amended

Party 3

Form 622

Name of Organization

The organization is a

Specify organizational form (e.g., for-profit corporation)

It is organized under the laws of

State

Country

The file number, if any, is

Texas Secretary of State file number

Its principal place of business is

Address

City

State

☐ The organization will survive the merger.

☐ The organization will not survive the merger.

☐ The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

☒ The plan of merger is attached.

If the plan of merger is not attached, the following statements must be completed.

By checking the following boxes, each domestic filing entity certifies that:

☒ A signed plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.

☒ On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger.

If a filing entity is to survive the merger, complete either A or B. If B is selected, provide relevant information in the space provided.

Amendments

☐ A. No amendments to the certificate of formation of any filing entity that is a party to the merger are effected by the merger.

☒ B. The plan of merger effected changes or amendments to the certificate of formation of

Name of filing entity effecting amendments

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

Amendment Text Area

Name change only

Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Form 622

9

TX150BQC - 12/14/2005 CT System Online

TRADEMARK

REEL: 003796 FRAME: 0330

NEW YORK			
Name	Jurisdiction	Entity Type (See instructions)	
Principal Place of Business Address	City	State	Zip Code
NEW YORK			
Name	Jurisdiction	Entity Type (See instructions)	
Principal Place of Business Address	City	State	Zip Code
NEW YORK			
Name	Jurisdiction	Entity Type (See instructions)	
Principal Place of Business Address	City	State	Zip

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.


☐ The approval of the owners or members of _____
Name of domestic entity
 was not required by the provisions of the BOC.

- A. ☒ This document becomes effective when the document is accepted and filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:

- ☐ Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- ☒ In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Date: June 29, 2007

Merging Entity Name


Signature and title of authorized person George C. Weigand
Sr. Vice President

Merging Entity Name

Signature and title of authorized person Mark W. Russell
Vice President - Taxes

Merging Entity Name

Signature and title of authorized person

**PLAN OF MERGER
ATTACHED**

(E0031863.1)

AGREEMENT OF MERGER

AGREEMENT OF MERGER, dated this 29th, day of June, 2007, pursuant to Section 263 of the General Corporation Law of Delaware and Section 10.002 of the Texas Business Organization Code, between ELECTROLUX HOME CARE PRODUCTS LTD., a Texas Limited Partnership (the "Merged Partnership") and ELECTROLUX, INC., a Delaware corporation (the "Surviving Corporation").

WITNESSETH that:

WHEREAS, the parties desire that the Merged Partnership merge into and with the Surviving Corporation (the "Merger"), as hereinafter specified; and

WHEREAS, the registered office of the Surviving Corporation in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle and the name of its registered agent at such address is The Corporation Trust Company; and the registered office of the Merged Partnership in the State of Texas is located at Corporation Trust Center, 1021 Main Street, Suite 1150, Houston, Texas, and the name of its registered agent at such address is The Corporation Trust Company.

NOW, THEREFORE, the parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said Merger and mode of carrying the same into effect as follows:

FIRST: The Merged Partnership shall be merged with and into the Surviving Corporation upon the terms and conditions of this Agreement and the Surviving Corporation shall survive the Merger and continue under the laws of the State of Delaware, and the Merged Partnership shall cease to exist as a distinct legal entity.

SECOND: The name of the Surviving Corporation shall be changed to Electrolux Home Care Products, Inc., as set forth in an amended Certificate of Incorporation attached hereto as Exhibit A.

THIRD: The terms and conditions of the merger are as follows:

(a) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(b) The Merger shall become effective on June 29, 2007.

(c) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merged Partnership, as well as all obligations and liabilities of the Merged Partnership, shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed, shall be the property of the Surviving Corporation. The Merged Partnership hereby agrees from time to time, as and when requested by the Surviving Corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and other instruments and to take, or cause to be taken, such further, or other action, as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation, title to and possession of any assets and property of the Merged Partnership acquired, or to be acquired, by reason of or as a result of the merger herein; and to carry out the

{E0031730.1 }

intent and purposes hereof. The proper officers and directors of the Merged Partnership and the proper officers and directors of the Surviving Corporation are fully authorized in the name of the Merged Partnership or otherwise to take any and all such action.

(d) The ownership interest in the Merged Partnership which are wholly owned by the Surviving Corporation shall be cancelled upon the merger becoming effective.

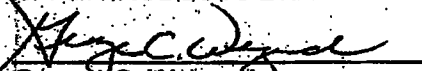
IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions and approvals adopted by their Board of Directors and partners, respectively, have caused these presents to be executed by the duly authorized officers of each party hereto as the respective act, deed and agreement of each of the said parties, on this 29th day of June, 2007.

ELECTROLUX, INC.



Mark W. Russell
Vice President - Taxes

ELECTROLUX HOME
CARE PRODUCTS LTD.



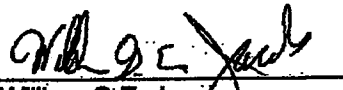
George C. Weigand
Senior Vice President and
Chief Financial Officer

ATTEST:



William G.E. Jacobs
Assistant Secretary

ATTEST:

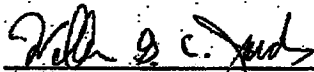


William G.E. Jacobs
Assistant Secretary

CERTIFICATIONS

I, William G. E. Jacobs, Assistant Secretary of the Surviving Corporation, hereby certify, as such Assistant Secretary, that the Agreement of Merger, after having been first duly signed on behalf of the said corporation, and having been signed on behalf of the Merged Partnership, was duly adopted pursuant to section 228 of the General Corporation Law of Delaware.

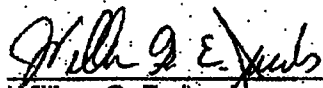
WITNESS my hand on this 29th day of June, 2007.



William G. E. Jacobs
(Assistant Secretary)

I, William G. E. Jacobs, Assistant Secretary of the Merged Partnership, hereby certify, as such Assistant Secretary, that the Agreement of Merger, after having been first duly signed on behalf of the said Partnership and having been signed on behalf of the Surviving Corporation, was duly adopted pursuant to section 10.0009 of the Texas Business Organization Code.

WITNESS my hand on this 27th day of June, 2007.



William G. E. Jacobs
(Assistant Secretary)

EXHIBIT A

CERTIFICATE OF INCORPORATION
OF
ELECTROLUX HOME CARE PRODUCTS, INC.

FIRST. The name of the Corporation is Electrolux Home Care Products, Inc. (the "Corporation").

SECOND. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of stock which the Corporation shall have authority to issue is One Hundred (100) shares and the par value of each such share is Ten Dollars (\$10.00), amounting in the aggregate to One Thousand Dollars (\$1,000.00).

FIFTH. The Board of Directors shall be authorized to make, alter or repeal the by-laws of the Corporation.

SIXTH. Elections of directors need not be by ballot unless the by-laws of the Corporation shall so provide.

SEVENTH. The name and address of the original incorporator of the Corporation is William G. E. Jacobs, 20445 Emerald Parkway, S.W., Suite 250, Cleveland, OH 44135-0920.

(B0031730.1)