

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2008		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vantage Controls, Inc.		12/24/2008	CORPORATION: UTAH
RECEIVING PARTY DATA			
Name:	Legrand Home Systems, Inc.		
Street Address:	301 Fulling Mill Road		
City:	Middletown		
State/Country:	PENNSYLVANIA		
Postal Code:	17057		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77278929	ENSPIRE	
CORRESPONDENCE DATA			
Fax Number:	(973)624-7070		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	973-622-4444		
Email:	rsmith@mccarter.com		
Correspondent Name:	Robert W. Smith		
Address Line 1:	Four Gateway Center,		
Address Line 2:	100 Mulberry Street		
Address Line 4:	Newark, NEW JERSEY 07102		
ATTORNEY DOCKET NUMBER:	114634/61 (RWS-0406)		
NAME OF SUBMITTER:	Robert W. Smith		
Signature:	/robertwsmith/		

CH \$40.00 77278929

Date:

03/09/2009

Total Attachments: 4

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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 MERGER, WHICH MERGES:

"VANTAGE CONTROLS, INC.", A UTAH CORPORATION,
WITH AND INTO "ONQ/LEGRAND, INC." UNDER THE NAME OF "LEGRAND HOME SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2008, AT 5:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008.

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



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081235221

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7053422

DATE: 12-30-08

TRADEMARK
REEL: 003948 FRAME: 0750

CERTIFICATE OF MERGER

OF

VANTAGE CONTROLS, INC.
(a Utah corporation)

AND

ONQ/LEGRAND, INC.
(a Delaware corporation)

Pursuant to Section 252 of the Delaware General Corporation Law.

FIRST: The constituent business corporations participating in the merger herein certified (the "Merger") are:

- (i) **VANTAGE CONTROLS, INC.**, which is incorporated under the laws of the State of Utah; and
- (ii) **ONQ/LEGRAND, INC.**, which is incorporated under the laws of the State of Delaware.

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provision of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation in the Merger is **ONQ/LEGRAND, INC.**, which will change its corporate name to **LEGRAND HOME SYSTEMS, INC.**, upon the effective date of the Merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

FOURTH: The name of the corporation being merged into the surviving corporation is **VANTAGE CONTROLS, INC.**, which will cease to exist upon the effective date of the Merger.

FIFTH: The Certificate of Incorporation of **ONQ/LEGRAND, INC.** is to be amended by reason of the merger herein certified by striking out Article **FIRST** thereof and substituting in lieu thereof the following Article:

"**FIRST:** The name of the corporation (the "Corporation") is Legrand Home Systems, Inc."

and said Certificate of Incorporation as so amended shall continue to be the Certificate of Incorporation of the surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

SIXTH: The executed Agreement and Plan of Merger between the constituent corporations is on file with Paul Shiffler, Secretary, c/o Legrand Home Systems, Inc., 301 Fulling Mill Road, Middletown, PA 17057, the principal place of business of the surviving corporation.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request, and without cost, to any stockholder of each of the constituent corporations.

EIGHTH: The authorized capital stock of **VANTAGE CONTROLS, INC.** consists of 10,000 shares of common stock, no par value.


NINTH: The Agreement and Plan of Merger between the constituent corporations provides that the Merger shall be effective on December 31, 2008, in so far as the General Corporation Law of the State of Delaware shall govern said effective date.

[Remainder of page intentionally left blank. Signature page follows.]

IN WITNESS WHEREOF, the undersigned corporation has caused this certificate to be signed by an authorized officer, as of the 24th day of December, 2008.

ONQ/LEGRAND, INC.

By:


Name: James LaPerriere
Title: Treasurer