

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2008		
<b>CONVEYING PARTY DATA</b>			
	<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>
	ACR Group, Inc.		12/05/2008
			<b>Entity Type</b>
			CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Baker Distributing Company LLC		
<b>Street Address:</b>	14610 Breakers Drive		
<b>City:</b>	Jacksonville		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	32258		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
	<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
	Serial Number:	77487179	ECOTEMP
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(919)416-8363		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	9192868041		
<b>Email:</b>	pto_tmconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	Moore & Van Allen PLLC		
<b>Address Line 1:</b>	430 Davis Drive		
<b>Address Line 2:</b>	Suite 500		
<b>Address Line 4:</b>	Morrisville, NORTH CAROLINA 27560		
<b>ATTORNEY DOCKET NUMBER:</b>	021628.166		
<b>NAME OF SUBMITTER:</b>	Arlene D. Hanks		
<b>Signature:</b>	/Arlene D. Hanks/		

OP \$40.00 77487179

Date:

04/08/2009

**Total Attachments: 8**

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## Office of the Secretary of State

### CERTIFICATE OF MERGER

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

ACR GROUP, INC.  
Domestic For-Profit Corporation  
[File Number: 44907300]

Into

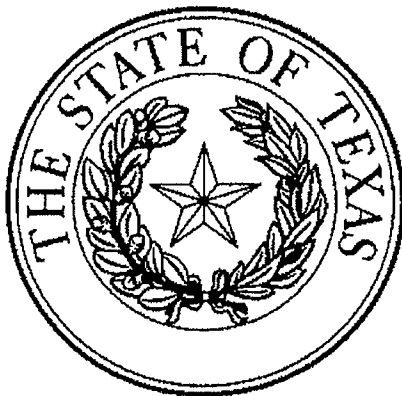
Baker Distributing Company LLC  
Foreign Limited Liability Company (LLC)  
Delaware, USA  
[File Number: 800195635]

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: 12/29/2008

Effective: 12/31/2008



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

**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: see instructions**



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

This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas  
**DEC 29 2008**  
**Corporations Section**

**Parties to the Merger**

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, 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**

Baker Distributing Company LLC

*Name of Organization*

The organization is a limited liability company It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

Delaware USA The file number, if any, is 800195635  
*State Country Texas Secretary of State file number*

Its principal place of business is 14610 Breakers Drive Jacksonville FL  
*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**

ACR Group, Inc.

*Name of Organization*

The organization is a for-profit corporation It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

Texas USA The file number, if any, is 44907300  
*State Country Texas Secretary of State file number*

Its principal place of business is 3200 Wilcrest Drive #440 Houston TX  
*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 3**

*Name of Organization*

The organization is a \_\_\_\_\_ It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

The file number, if any, is \_\_\_\_\_  
*State Country 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*

**Plan of Merger**

- The plan of merger is attached.

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

**Alternative Statements**

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*

**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.

**NEW ORGANIZATION 1**

<i>Name</i>	<i>Jurisdiction</i>	<i>Entity Type (See instructions)</i>
<i>Principal Place of Business Address</i>	<i>City</i>	<i>State Zip Code</i>

**NEW ORGANIZATION 2**

<i>Name</i>	<i>Jurisdiction</i>	<i>Entity Type (See instructions)</i>
<i>Principal Place of Business Address</i>	<i>City</i>	<i>State Zip Code</i>

**NEW ORGANIZATION 3**

<i>Name</i>	<i>Jurisdiction</i>	<i>Entity Type (See instructions)</i>
<i>Principal Place of Business Address</i>	<i>City</i>	<i>State Zip</i>

**Approval of the Plan of Merger**

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.

**Effectiveness of Filing (Select either A, B, or C)**

- 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: December 31, 2008
- C.  This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_  
The following event or fact will cause the document to take effect in the manner described below:  
\_\_\_\_\_  
\_\_\_\_\_

**Tax Certificate**

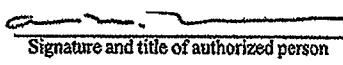
- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the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

**Execution**


The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: 12/5/08

Baker Distributing Company LLC  
Merging Entity Name

 Manager, VP and ASec  
Signature and title of authorized person

ACR Group, Inc.  
Merging Entity Name

 VP and Secretary  
Signature and title of authorized person

\_\_\_\_\_  
Merging Entity Name

\_\_\_\_\_  
Signature and title of authorized person

# Delaware

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*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:

"ACR GROUP, INC.", A TEXAS CORPORATION,

WITH AND INTO "BAKER DISTRIBUTING COMPANY LLC" UNDER THE NAME OF "BAKER DISTRIBUTING COMPANY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2008, AT 1:06 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.

3608448 8100M

081228932

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7059864

DATE: 01-05-09

TRADEMARK  
REEL: 003967 FRAME: 0008



CERTIFICATE OF MERGER

OF

ACR Group, Inc.

(a Texas corporation)

AND

Baker Distributing Company LLC

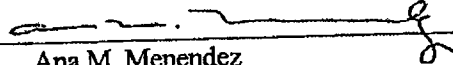
(a Delaware limited liability company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name of the surviving limited liability company is Baker Distributing Company LLC, a Delaware limited liability company.
2. The name of the corporation being merged into this surviving limited liability company is ACR Group, Inc. The jurisdiction in which this corporation was formed is Texas.
3. The Agreement of Merger has been approved and executed by both the corporation and limited liability company.
4. The name of the surviving limited liability company is Baker Distributing Company LLC.
5. The executed Agreement of Merger is on file at 14610 Breakers Drive, Jacksonville, Florida 32258, the principal place of business of the surviving limited liability company.
6. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.
7. The effective date of the merger is December 31, 2008.

DE BC/LL DF CERTIFICATE OF MERGER OF A D OR F CORPORATION TO A DELAWARE LLC 01/01-1 (DELLMERC)

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, this 5<sup>th</sup> day of December, A.D., 2008.

By:   
Ana M. Menendez  
Manager, VP & ASec

DE BC/LL DF CERTIFICATE OF MERGER OF A D OR F CORPORATION TO A DELAWARE LLC 01/01-2 (DELLMERG)