

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/20/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sharon Piping & Equipment L.L.C.		05/20/2009	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Flo-Rite Products Company LLC
Street Address:	2687 Vail Avenue
City:	Commerce
State/Country:	CALIFORNIA
Postal Code:	90040
Entity Type:	LIMITED LIABILITY COMPANY: WASHINGTON

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1793387	SHARPE
Registration Number:	2875612	SPE-LOK
Registration Number:	3056383	SONIC TORQUE
Registration Number:	3349331	SONIC-SOL
Registration Number:	3335911	SONIC-SWITCH
Registration Number:	3356237	DIR-ACT
Registration Number:	3356238	SHARON PIPING & EQPT., INC.
Registration Number:	3286016	SONIC TORQUE 4X4
Registration Number:	3356239	SHARON PIPING & EQPT., INC.

CORRESPONDENCE DATA

Fax Number: (215)832-5767
 Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900149262

**TRADEMARK
 REEL: 004108 FRAME: 0928**

CH \$240.00 1793387

Phone: 215-569-5767
Email: perry@blankrome.com
Correspondent Name: David M. Perry
Address Line 1: One Logan Square
Address Line 2: 8th Floor
Address Line 4: Philadelphia, PENNSYLVANIA 19103-6998

ATTORNEY DOCKET NUMBER:	127025-00101
NAME OF SUBMITTER:	David M. Perry
Signature:	/David M. Perry/
Date:	12/07/2009

Total Attachments: 7

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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

CERTIFICATE OF MERGER

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

FLO-RITE PRODUCTS COMPANY LLC

WA Limited Liability Company

UBI: 602-653-924

Filing Date: May 20, 2009

Merging Entities:

Not Qualified in WA SHARON PIPING & EQUIPMENT L.L.C.



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

A handwritten signature in cursive script that reads "Sam Reed".

Sam Reed, Secretary of State

TRADEMARK

REEL: 004108 FRAME: 0930

FILED
SECRETARY OF STATE

MAY 20 2009

STATE OF WASHINGTON

ARTICLES OF MERGER
OF
FLO-RITE PRODUCTS COMPANY LLC
(a Washington limited liability company)
AND
SHARON PIPING & EQUIPMENT L.L.C.
(a Delaware limited liability company)

To the Secretary of State
State of Washington

Pursuant to the provisions of the Washington Limited Liability Company Act, the domestic limited liability company and the foreign limited liability company herein named do hereby submit the following Articles of Merger.

1. Annexed hereto and made a part hereof is the Agreement and Plan of Merger for merging Sharon Piping & Equipment L.L.C., a Delaware limited liability company ("Sharon") with and into Flo-Rite Products Company LLC, a Washington limited liability company ("Flo-Rite"), as adopted by an Action By Written Consent of the Sole Manager and Members of Flo-Rite dated January 20th, 2009, and by an Action by Written Consent of the Sole Manager and the Sole Member of Sharon dated January 20th, 2009.

2. In respect of Flo-Rite, the merger was duly approved by the members pursuant to Section 25.15.400(1) of the Washington Limited Liability Company Act.

3. The merger of Sharon with and into Flo-Rite is permitted by the laws of the jurisdiction of organization of Sharon and has been authorized in compliance with said laws.

These Articles of Merger have been executed by the undersigned authorized signatories on this 30th day of January, 2009.

FLO-RITE PRODUCTS COMPANY LLC,
a Washington limited liability company
By: Smith Cooper International L.L.C.,
its Manager

By: _____
Name: Ronald Kurstin
Title: President

SHARON PIPING & EQUIPMENT L.L.C.,
a Delaware limited liability company
By: Smith Cooper International L.L.C.,
its Manager

By: _____
Name: Ronald Kurstin
Title: President

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER (“Agreement of Merger”) adopted by Flo-Rite Products Company LLC, a limited liability company organized under the laws of the State of Washington (the “Company”), by Action by Written Consent of its Members dated January 30, 2009, and adopted by Sharon Piping & Equipment L.L.C., a limited liability company organized under the laws of the State of Delaware (“Sharon”), by Action by Written Consent of its Sole Member on January 31, 2009.

1. The Company and Sharon shall, pursuant to the provisions of the Delaware Limited Liability Company Act and the Washington Limited Liability Company Act, be merged with and into a single limited liability company, to wit, the Company, which shall be the surviving company in the State of Washington; and which is sometimes hereinafter referred to as the “surviving company”, and which shall continue to exist as said surviving company under its present name pursuant to the provisions of the laws of the State of Washington. The separate existence of Sharon, which is sometimes hereinafter referred to as the “non-surviving company”, shall cease in the State of Delaware in accordance with the provisions of the Delaware Limited Liability Company Law.

2. The Certificate of Formation of the Company shall be the certificate of formation of the surviving company in the State of Washington and said certificate of formation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the laws of the State of Washington, the jurisdiction of organization of the surviving company.

3. The operating agreement of the Company in the State of Washington will be the operating agreement of the surviving company and will continue in full force and effect until, changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the laws of the State of Washington.

4. The membership interests of the non-surviving company outstanding immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be cancelled. The membership interests of the surviving company outstanding at the time of the merger shall not be exchanged in any manner, but said interests which are outstanding at the effective time and date of the merger shall continue to represent the outstanding membership interests of the surviving company.

5. The Agreement of Merger herein made and approved shall be submitted to the sole member of the non-surviving company for its approval or rejection in the manner prescribed by the provisions of the Delaware Limited Liability Company Law, and the merger of the non-surviving company with and into the surviving company shall be authorized in the manner prescribed by the laws of the State of Washington, the jurisdiction of organization of the surviving company.

6. In the event that the Agreement of Merger shall have been approved by the sole member of the non-surviving company in the manner prescribed by the Delaware Limited Liability Company Law, and in the event that the merger of the non-surviving company

with and into the surviving company shall have been duly authorized in compliance with the laws of the State of Washington on behalf of the Company, the non-surviving company and the surviving company hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the States of Delaware and Washington, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. For income tax purposes, the merger of the non-surviving company with and into the surviving company shall be treated as a contribution of assets, subject to the liabilities, by the non-surviving company to the surviving company.

9. The officers/managers of the non-surviving company and of the surviving company, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or of the merger herein provided for.

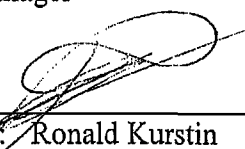
**SHARON PIPING & EQUIPMENT
L.L.C., a Delaware limited liability
company**

By: Smith Cooper International L.L.C.,
its Manager

By: 
Name: Ronald Kurstin
Title: President

**FLO-RITE PRODUCTS COMPANY
LLC, a Washington limited liability
company**

By: Smith Cooper International L.L.C.,
its Manager

By: 
Name: Ronald Kurstin
Title: President

Delaware

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The First State

I, JEFFREY W. BULLOCK, 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:

"SHARON PIPING & EQUIPMENT L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "FLO-RITE PRODUCTS COMPANY LLC" UNDER THE NAME OF "FLO-RITE PRODUCTS COMPANY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF MAY, A.D. 2009, AT 3:06 O'CLOCK P.M.

4656877 8100M

090495134



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7311994

DATE: 05-19-09

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**STATE OF DELAWARE
CERTIFICATE OF MERGER OF A
DOMESTIC LIMITED LIABILITY COMPANY INTO
A FOREIGN LIMITED LIABILITY COMPANY**

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

First: The name of the surviving Limited Liability Company is Flo-Rite Products Company LLC, a Foreign Limited Liability Company.

Second: The jurisdiction in which this Limited Liability Company was formed is State of Washington.

Third: The name of the Limited Liability Company being merged into the Limited Liability Company is Sharon Piping & Equipment L.L.C., a Delaware Limited Liability Company.

Fourth: The agreement of merger or consolidation has been approved and executed by each of the business entities which is to merge or consolidate.

Fifth: The name of the surviving foreign Limited Liability Company is Flo-Rite Products Company LLC.

Sixth: An agreement of merger or consolidation is on file at a place of business of the surviving foreign limited Liability Company and the address thereof is 2687 Vail Avenue, Commerce, CA 90040.

Seventh: A copy of the agreement of merger or consolidation will be furnished by the surviving foreign limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

Eighth: The surviving foreign Limited Liability Company agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is 2687 Vail Avenue, Commerce, CA 90040.

TRADEMARK

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IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate to be signed by its authorized person, this 30th day of January, A.D., 2009.

FLO-RITE PRODUCTS COMPANY LLC

By: ~~Smith Cooper International L.P.C.~~, its Manager

By: 

Authorized Person

Name: Ronald Kurstin, President

Print or type