

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/19/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
International Components Corporation		11/18/2010	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	ICC-Nexergy, Inc.
Street Address:	Suite 900, 4 Westbrook Corporate Center
City:	Westchester
State/Country:	ILLINOIS
Postal Code:	60154
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	73131479	INTERVOX
Serial Number:	74134595	INTERVOX
Serial Number:	75364531	INTERVOX
Serial Number:	75797974	
Serial Number:	78946500	ELPAC POWER SYSTEMS
Serial Number:	76566183	3-STAGE CHARGE INDICATOR FULLY CHARGED SEMICHARGED CHARGING

CORRESPONDENCE DATA

Fax Number: (206)359-4208
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 206-359-3208
 Email: mschneller@perkinscoie.com
 Correspondent Name: Matthew D. Schneller

900176296

**TRADEMARK
 REEL: 004421 FRAME: 0390**

CH \$165.00 73131479

Address Line 1: 1201 Third Avenue, Suite 4800
Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	71153-0001
NAME OF SUBMITTER:	Matthew D. Schneller
Signature:	/Matthew D. Schneller/
Date:	11/24/2010

Total Attachments: 3
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source=ICC NEXERGY INC Certificate of Merger#page3.tif

Delaware

PAGE 1

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:

"INTERNATIONAL COMPONENTS CORPORATION", AN ILLINOIS CORPORATION,

WITH AND INTO "ICC-NEXERGY, INC." UNDER THE NAME OF "ICC-NEXERGY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2010, AT 4:51 O'CLOCK P.M.

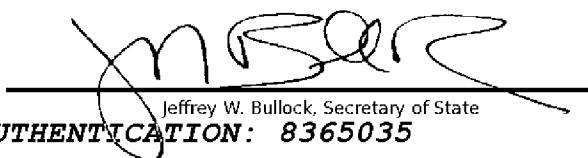
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE NINETEENTH DAY OF NOVEMBER, A.D. 2010, AT 1:01 O'CLOCK A.M.

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

4884734 8100M

101103502




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8365035

DATE: 11-18-10

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

TRADEMARK
REEL: 004421 FRAME: 0392

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is ICC-Nexergy, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is International Components Corporation, an Illinois corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is ICC-Nexergy, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation. (If amendments are affected please set forth)

FIFTH: The authorized stock and par value of the non-Delaware corporation is See attachment.

SIXTH: The merger is to become effective on November 19, 2010, at 1:01 A.M. EST

SEVENTH: The Agreement of Merger is on file at 4 Westbrook Corporate Center, Suite 900, Westchester, IL 60154, an office of the surviving corporation.

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

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 18th day of November, A.D., 2010.

By: Stephen M. McClure
Authorized Officer

Name: Stephen M. McClure
Print or Type

Title: President and CEO

ATTACHMENT TO
STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION

FIFTH: The authorized stock of the non-Delaware corporation is 40,000,000 shares, divided into two (2) classes, (i) the first class consisting of 30,000,000 shares of common stock, \$0.01 par value per share, and (ii) the second class consisting of 10,000,000 shares of preferred stock, \$0.01 par value per share, 1,000,000 of which are designated as Series A Convertible Preferred Stock and 1,000,000 of which are designated as Series B Preferred Tracking Stock.