

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 01/01/2010 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| ELSTER INTEGRATED SOLUTIONS, LLC | | 12/18/2009 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Elster Solutions, LLC | | |
| Street Address: | 208 SOUTH ROGERS LANE | | |
| City: | RALEIGH | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 27610 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1658066 | TRACE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (215)568-3439 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | (215) 568-3100 | | |
| Email: | trademarks@woodcock.com | | |
| Correspondent Name: | Denise I. Mroz - Woodcock Washburn LLP | | |
| Address Line 1: | 2929 Arch Street | | |
| Address Line 2: | Cira Centre, 12th Floor | | |
| Address Line 4: | Philadelphia, PENNSYLVANIA 19104-2891 | | |
| ATTORNEY DOCKET NUMBER: | ELIN-0029 | | |
| NAME OF SUBMITTER: | Denise I. Mroz | | |

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**TRADEMARK
 REEL: 004435 FRAME: 0500**

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| Signature: | /Denise I. Mroz/ |
| Date: | 12/17/2010 |
| Total Attachments: 3 source=1825929_1#page1.tif source=1825929_1#page2.tif source=1825929_1#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:

"ELSTER INTEGRATED SOLUTIONS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "ELSTER SOLUTIONS, LLC" UNDER THE NAME OF "ELSTER SOLUTIONS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 8:24 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2010.

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091153342

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7731645

DATE: 12-31-09

TRADEMARK
REEL: 004435 FRAME: 0502

CERTIFICATE OF MERGER
OF
ELSTER INTEGRATED SOLUTIONS, LLC
WITH AND INTO
ELSTER SOLUTIONS, LLC

The undersigned limited liability company organized and existing under and by virtue of laws of the State of Delaware and pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, does hereby certify as follows:

FIRST: The name of the surviving limited liability company is Elster Solutions, LLC and the name of the limited liability company being merged into this surviving limited liability company is Elster Integrated Solutions, LLC, and both limited liability companies were incorporated in the State of Delaware.

SECOND: The Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is Elster Solutions, LLC

FOURTH: The merger is to become effective as of January 1, 2010.

FIFTH: The executed Plan and Agreement of Merger is on file at the principal place of business of the surviving limited liability company. The address of the principal place of business of the surviving limited liability company is 208 South Rogers Lane, Raleigh, NC 27610.

SIXTH: That a copy of the Plan and Agreement of Merger will be furnished by the surviving limited liability company upon request of and without cost to any member or interest holder of any constituent limited liability company involved in the merger.

[Signature Contained on Next Page]

IN WITNESS WHEREOF, the surviving limited liability company has caused this Certificate of Merger to be signed by an authorized officer this 12th day of December, 2009.

ELSTER SOLUTIONS, LLC

By: 
Mark L. Munday, President