

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
METREX RESEARCH CORPORATION		07/02/2009	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	METREX RESEARCH, LLC		
Street Address:	1717 West Collins Avenue		
Internal Address:	S. Swain SDS Legal Department		
City:	Orange		
State/Country:	CALIFORNIA		
Postal Code:	92867		
Entity Type:	LIMITED LIABILITY COMPANY: WISCONSIN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2467657	GOOGLES	
CORRESPONDENCE DATA			
Fax Number:	(513)241-6234		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	513-241-2324		
Email:	sgraber@whepatent.com		
Correspondent Name:	Ms. Sarah Otte Garber, WH&E		
Address Line 1:	2700 Carew Tower, 441 Vine Street		
Address Line 2:	Sandra Swain SDS Legal Department		
Address Line 4:	Cincinnati, OHIO 45202-2917		
ATTORNEY DOCKET NUMBER:	93526		
NAME OF SUBMITTER:	Todd Norbe		
Signature:	/Todd Norbe/		

OP \$40.00 2467657

900198680

TRADEMARK
 REEL: 004596 FRAME: 0295

Date:

08/02/2011

Total Attachments: 8

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Sec. 179.76(3) & (5),
 180.1161(3) & (5),
 181.1161(3) & (5) and
 183.1207(3) & (5),
 Wis. Stats.

State of Wisconsin
 DEPARTMENT OF FINANCIAL INSTITUTIONS
 Division of Corporate & Consumer Services



CERTIFICATE OF CONVERSION

1. Before conversion:

Company Name: Metrex Research Corporation
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Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country *)
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

Yes No

If yes, the entity is required to file a report with the Wisconsin Department of Revenue under section 73.14 of the Wisconsin Statutes. (See instructions.)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its **date of incorporation** or formation.

3. After conversion:

Company Name: Metrex Research, LLC	STATE OF WISCONSIN FILED JUL - 2 2009 DEPARTMENT OF FINANCIAL INSTITUTIONS
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Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

FILING FEE - \$150.00 Use of this form is mandatory. **DL: h Wd 1 - 707 60**

DFI/CORP/1000(R06/06)

STATE OF WISCONSIN
 FINANCIAL INSTITUTIONS
 DIVISION OF CORPORATE & CONSUMER SERVICES

4. A Plan of Conversion containing all the following parts is **attached** as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is **optional**.)
- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
 - B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
 - C. The terms and conditions of the conversion.
 - D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
 - E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
 - F. A copy of the articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. (NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is **optional**.)
 - G. Other provisions relating to the conversion, as determined by the business entity.
5. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.
6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION**:

Registered Agent (Agent for Service of Process): CT Corporation System	Registered Office: 8040 Excelsior Drive Suite 200 Madison, Wisconsin 53717
Additional Entry for a Limited Partnership only →	Record Office:

7. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION**:

Registered Agent (Agent for Service of Process): CT Corporation System	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 8040 Excelsior Drive Suite 200 Madison, Wisconsin 53717
Additional Entry for a Limited Partnership only →	Record Office:

8. Executed on June 30 2009 (date) by the business entity PRIOR TO ITS CONVERSION.

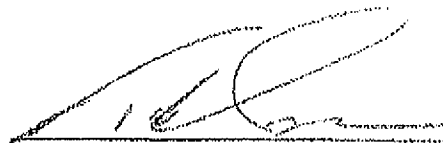
Mark (X) below the title of the person executing the document.

For a limited partnership

Title: General Partner

For a limited liability company

Title: Member OR Manager



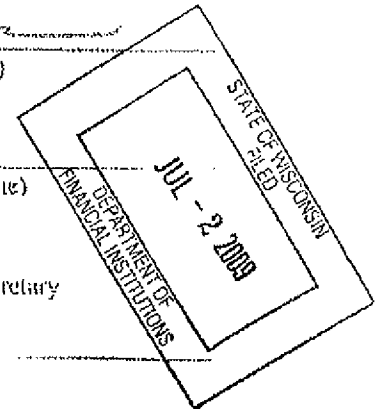
(Signature)

Todd Norbe

(Printed Name)

For a corporation

Title: President OR Secretary or other officer title



INSTRUCTIONS (Ref. Sec. 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Submit one original and one exact copy along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.

Mailing Address: Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 345 W. Washington Ave - 3 rd Fl. Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818
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NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

3. Enter the company name, type of business entity, and state of organization of business entity after conversion.

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AGREEMENT AND PLAN OF CONVERSION

AGREEMENT AND PLAN OF CONVERSION dated as of June 30, 2009, by and between **Metrex Research, LLC**, a Wisconsin limited liability company (hereinafter referred to as "Metrex Research" or the "LLC"), and **Metrex Research Corporation**, a Wisconsin corporation ("MRC"). The LLC and MRC are hereinafter sometimes referred to individually as a "Constituent Entity" or collectively as the "Constituent Entities".

WITNESSETH:

WHEREAS, the board of directors and stockholders of the Constituent Entities have determined pursuant to the Wisconsin Business Corporation Law as amended to date (the "Law"), that MRC be converted into the LLC upon the terms and conditions herein set forth and in accordance with the applicable provisions of the laws of the State of Wisconsin.

NOW, THEREFORE, in consideration of the premises and the mutual agreements hereinafter set forth, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree that MRC shall be converted into the LLC and that the terms and conditions thereof are as follows:

ARTICLE I

Conversion

1.1 At the Effective Time (as defined below), MRC shall be converted into the LLC and Metrex Research shall be the Surviving LLC. This Agreement and Plan of Conversion has been submitted to the Board of Directors and Stockholders of each of the Constituent Entities, as provided by law, and shall take effect and be deemed to be the Agreement and Plan of Conversion of the Constituent Entities upon the execution and filing of such documents with the Secretary of State of Wisconsin and the doing of such acts and things as shall be required for accomplishing the conversion (such time is hereinafter referred to as the "Effective Time").

1.2 At the Effective Time:

(a) Metrex Research, as the surviving limited liability company, shall possess all the rights, privileges, powers and franchises of a public as well as of a private nature, and shall be subject to all the restrictions, disabilities and duties of each of the Constituent Entities; and all property, real, personal and mixed, and all debts due on whatever account, and all and every other interest of, or belonging to, or due to each of the Constituent Entities, shall be vested in the Surviving LLC without further act or deed, and the title to any real estate or any interest therein vested in any of the Constituent Entities shall not revert or be in any way impaired by reason of the conversion.

(b) All the liabilities and obligations of each of the Constituent Entities shall attach to and become liabilities and obligations of the Surviving LLC and the Surviving LLC shall be liable and responsible for all such liabilities and obligations; and any claim existing or action or proceeding pending by or against any of the Constituent Entities may be prosecuted to judgment as if the conversion has not taken place, or the Surviving LLC may be substituted in its place and neither the rights of creditors nor any liens upon the property of any of the Constituent Entities shall be impaired by the conversion.

(c) The purposes for which the Surviving LLC is formed and the nature of business to be transacted shall be as set forth in the Articles of Organization of Metrex Research, and the Surviving LLC shall continue with all the rights, privileges, immunities and powers, and subject to all the duties and liabilities, of a limited liability company organized under the Law.

ARTICLE II

Articles of Organization, Operating Agreement and Managers and Officers of the Surviving LLC

2.1 The Articles of Organization of Metrex Research in effect at the Effective Time shall continue to be the Articles of Organization of the Surviving LLC until duly amended or changed in accordance with the provisions of the Law.

2.2 The Operating Agreement of Metrex Research in effect at the Effective Time shall continue to be the Operating Agreement of the Surviving LLC until duly amended or changed as provided in such Operating Agreement.

2.3 The managers and officers of Metrex Research at the Effective Time will continue as the managers and officers of the Surviving LLC for their respective terms of office or until their successors have been duly elected and qualified pursuant to law.

ARTICLE III

Capitalization

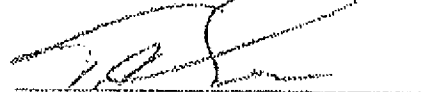
3.1. The capitalization of the Constituent Entities immediately prior to the conversion becoming effective is as follows:

(a) MRC has one hundred (100) outstanding shares of common stock which is owned by Kerr Corporation; and

(b) Metrex Research is a limited liability company and is comprised of memberships units.

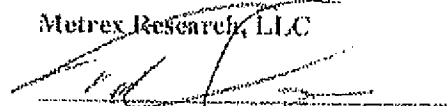
IN WITNESS WHEREOF, the parties to this Agreement have caused this Agreement to be executed as of the day and year first above written.

Metrex Research Corporation



By: Todd Norbe, President

Metrex Research, LLC



By: Todd Norbe, President

(T E M P L A T E S, C o n t ' d .)
Certificate of Limited Partnership, Articles of Incorporation, and Articles of Organization

For a Wisconsin Nonstock Corporation (Ch. 181)
EXHIBIT B

Article 1. Name of the corporation: _____
(Must contain "Inc." or other appropriate words or abbreviations. See sec. 181.0401, Wis. Stats.)

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. The corporation: will have members **OR** will not have members

Article 4. Name of the registered agent:

Article 5. Street address (in Wisconsin) of the registered office:

Article 6. Mailing address of the principal office:

(Optional) Article 7. The purpose or purposes for which the corporation is organized:

For a Wisconsin Limited Liability Company (Ch. 183)
EXHIBIT B

Article 1. Name of the limited liability company: Metrex Research, LLC
(Must end with "LLC" or contain other appropriate words or abbreviations. See sec. 183.0103, Wis. Stats.)

Article 2. The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.

Article 3. The management of the limited liability company shall be vested in:

a manager or managers **OR** its members

Article 4. Name of the registered agent:

CT Corporation System

Article 5. Street address (in Wisconsin) of the registered office:

8040 Excelsior Drive
Suite 200
Madison, Wisconsin 53717

(NOTICE: Articles of Organization may contain only the above information.)

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Fee simple ownership interest Yes No (for DFI use only)
CERTIFICATE OF CONVERSION

Christine Barr
Danaher Corporation
2099 Pennsylvania Avenue, N.W., 12th Floor
Washington, D.C. 20006

▲ Enter your return address within the bracket above.

Phone number during the day: (202) 419 - 7607

INSTRUCTIONS (Cont'd)

4. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is **optional**.
5. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.
6. Provide the name of the business entity's registered agent and the address of its registered office **prior** to conversion. If the business entity is a domestic limited partnership, also provide the address of its record office.
7. Provide the name of the business entity's registered agent and the address of its registered office **after** conversion. If the business entity after conversion will be a domestic limited partnership, also provide the address of its record office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.
8. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.

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