

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
Water IP Holdings LLP		10/10/2011	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Xylem IP Holdings LLC		
Street Address:	1209 Orange Street		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85480048	XYLEM	
Serial Number:	85371193	XYLEM	
Serial Number:	85480053	XYLEM	
Serial Number:	85386849	XYLEM	
CORRESPONDENCE DATA			
Fax Number:	(312)698-2152		
Email:	jason.schmitz@bakermckenzie.com, colleen.brennan@bakermckenzie.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Jason K. Schmitz		
Address Line 1:	130 East Randolph Drive		
Address Line 2:	One Prudential Plaza, Suite 3500		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	08196304-000020		

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TRADEMARK
REEL: 004666 FRAME: 0944

NAME OF SUBMITTER:	Jason K. Schmitz
Signature:	/jason k. schmitz/
Date:	11/28/2011
Total Attachments: 2 source=8269888-SO-1-000-DE#page1.tif source=8269888-SO-1-000-DE#page2.tif	

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 AMENDMENT OF "WATER IP HOLDINGS LLC", CHANGING ITS NAME FROM "WATER IP HOLDINGS LLC" TO "XYLEM IP HOLDINGS LLC", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 2011, AT 8:33 O'CLOCK A.M.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9086184

DATE: 10-11-11

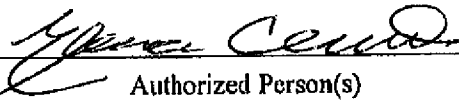
TRADEMARK
REEL: 004666 FRAME: 0946

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: WATER IP HOLDINGS LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is Xylem IP Holdings LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 10th day of October, A.D. 2011.

By: 
Authorized Person(s)

Name: Elena Centeio
Print or Type