

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Lennox Industries Inc		10/11/2011	CORPORATION: IOWA

<b>RECEIVING PARTY DATA</b>	
Name:	Lennox Industries Inc
Street Address:	2100 Lake Park Blvd
City:	Richardson
State/Country:	TEXAS
Postal Code:	75080
Entity Type:	CORPORATION: DELAWARE

<b>PROPERTY NUMBERS Total: 54</b>		
Property Type	Number	Word Mark
Serial Number:	76011249	AIRE-FLO
Serial Number:	73713586	ATTABOY DAVE
Serial Number:	77449367	COMFORTSENSE
Serial Number:	76081067	COMPLETE CARE
Serial Number:	76393076	DAVE LENNOX SIGNATURE
Serial Number:	76069314	DAVENET
Serial Number:	75023733	ELITE
Serial Number:	76058817	ELITE
Serial Number:	77726380	ENERGENCE
Serial Number:	75239475	EVENHEATER
Serial Number:	85393433	FC FIRSTCHOICE
Serial Number:	85393480	FC FIRSTCHOICE
Serial Number:	85316164	FEELS LIKE
Serial Number:	73775910	FLEX ZONE

OP \$1365.00 76011249

Serial Number:	74367249	FM21
Serial Number:	74390469	FUELMaster21
Serial Number:	76300090	HEALTHY CLIMATE
Serial Number:	76666518	HOME COMFORT STYLE
Serial Number:	75893261	HUMIDITROL
Serial Number:	85056647	HUMIDITROL
Serial Number:	85155692	HVAC ONLINE AND ONSITE LEARNING SOLUTIONS
Serial Number:	77728640	I COMFORT
Serial Number:	85056504	I COMFORT SO SIMPLE SO SMART SO COMFORTABLE
Serial Number:	77726386	ICOMFORT SO SIMPLE. SO SMART. SO COMFORTABLE.
Serial Number:	77728643	ICOMFORT TOUCH
Serial Number:	85447757	ICOMFORT WI-FI
Serial Number:	77929703	INNOVATION NEVER FELT SO GOOD.
Serial Number:	75659957	L CONNECTION
Serial Number:	75179206	L SERIES
Serial Number:	77929694	LANDMARK
Serial Number:	72053037	LENNOX
Serial Number:	72019471	LENNOX
Serial Number:	76662867	LENNOX
Serial Number:	85357167	MASTER SELLING
Serial Number:	75841821	MERIT
Serial Number:	75455379	MERIT
Serial Number:	75879053	MERIT PLUS
Serial Number:	75886528	
Serial Number:	85056654	MSAV
Serial Number:	77736236	PRODIGY
Serial Number:	85056676	PRODIGY
Serial Number:	76155631	PS PLANNED SERVICE
Serial Number:	77726388	SAVING ENERGY WITH INTELLIGENCE
Serial Number:	85056670	S-CLASS
Serial Number:	76207350	SECURE FLEX
Serial Number:	76638409	SECURE SEAL
Serial Number:	76501486	SECURE TEMP
Serial Number:	76101080	SECURE VENT
Serial Number:	77728635	SO SIMPLE. SO SMART. SO COMFORTABLE.

**TRADEMARK**

**REEL: 004709 FRAME: 0394**

	77962754	SOLARSYNC
Serial Number:	77929690	STRATEGOS
Serial Number:	85056699	STRATEGOS COMMAND EFFICIENCY
Serial Number:	77607461	SUNSOURCE
Serial Number:	76011281	SURELIGHT

**CORRESPONDENCE DATA**

Fax Number: (972)497-5268

Email: paul.schrier@lennoxintl.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Paul W. Schrier

Address Line 1: 2140 Lake Park Blvd

Address Line 4: Richardson, TEXAS 75080

NAME OF SUBMITTER:	Paul W. Schrier
Signature:	/Paul W. Schrier/
Date:	02/02/2012

**Total Attachments: 4**

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN IOWA CORPORATION UNDER THE NAME OF "LENNOX INDUSTRIES INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 2011, AT 12:45 O'CLOCK P.M.


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

5050114 8100V

111089083

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9084724

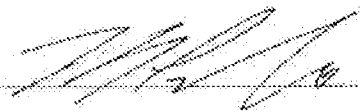
DATE: 10-11-11

TRADEMARK  
REEL: 004709 FRAME: 0396

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE CORPORATION  
TO A DELAWARE CORPORATION  
PURSUANT TO SECTION 265 OF THE  
DELAWARE GENERAL CORPORATION LAW

1. The jurisdiction where the Non-Delaware Corporation first formed is Iowa.
2. The jurisdiction immediately prior to filing this Certificate is Iowa.
3. The date the Non-Delaware Corporation first formed is May 18, 1904.
4. The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Lennox Industries Inc.
5. The name of the Corporation as set forth in the Certificate of Incorporation is Lennox Industries Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation has executed this Certificate on the 11th day of October, A.D. 2011.

By:   
Name: Richard Pelini  
Print or Type  
Title: Vice President & Treasurer  
Print or Type

# Delaware

PAGE 2

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF INCORPORATION OF "LENNOX INDUSTRIES INC." FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 2011, AT 12:45 O'CLOCK P.M.

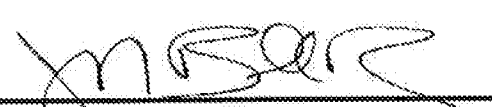
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9084724

DATE: 10-11-11

TRADEMARK  
REEL: 004709 FRAME: 0398

STATE OF DELAWARE  
CERTIFICATE OF INCORPORATION  
OF  
LENNOX INDUSTRIES INC.  
A STOCK CORPORATION

I, the undersigned, for the purpose of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware, do hereby certify as follows:

FIRST: The name of the corporation (the "*Corporation*") is:

Lennox Industries Inc.

SECOND: The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

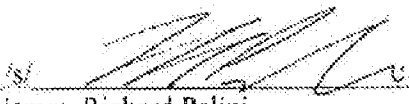
THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares which the Corporation is authorized to issue is 10,000 shares of Common Stock, with a par value of \$0.01 per share.

FIFTH: The name and mailing address of the incorporator is:

Rick Pelini, 2140 Lake Park Boulevard, Richardson, Texas 75080-2290

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate of Incorporation, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 11th day of October, 2011.

  
Name: Richard Pelini  
Incorporator