

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	MERGER																										
EFFECTIVE DATE:	09/15/2008																										
CONVEYING PARTY DATA																											
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Elkay Manufacturing Company</td> <td></td> <td>02/06/2013</td> <td>CORPORATION: ILLINOIS</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Elkay Manufacturing Company		02/06/2013	CORPORATION: ILLINOIS																
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Registration Number:	3202822	AVADO																									
CORRESPONDENCE DATA																											
Fax Number:																											
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>																											
Phone:	6305723180																										
Email:	legal@elkay.com																										
Correspondent Name:	Kathleen J. Deighan																										
Address Line 1:	2222 Camden Court																										
Address Line 4:	Oak Brook, ILLINOIS 60523																										
NAME OF SUBMITTER:	Kathleen J. Deighan																										
Signature:	/Kathleen J. Deighan/																										
Date:	02/06/2013																										
Total Attachments: 2 source=AvadoTMAssign3202822#page1.tif source=Merger and Name Change#page1.tif																											

OP \$40.00 3202822

TRADEMARK ASSIGNMENT

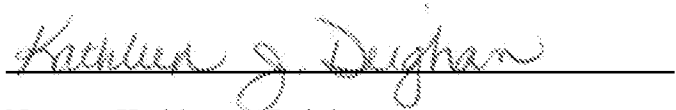
WHEREAS, Elkay Manufacturing Company, an Illinois corporation, with its principal place of business at 2222 Camden Court, Oak Brook, IL 60523 ("Assignor"), owned all right, title and interest in and to the trademark "AVADO", USPTO Registration No. 3,202,822 through September 15, 2008; and

WHEREAS, Elkay Manufacturing Company, a Delaware corporation ("Assignee"), obtained all rights in and to the Trademark "AVADO" as of September 15, 2008 through a Merger and Plan of Agreement and further publicly acknowledged through a Certificate of Merger filed with the Secretary of State of Delaware whereby Elkay Manufacturing Company, an Illinois corporation was acquired by and into Elkay Manufacturing Company, a Delaware corporation, the surviving entity.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor did hereby sell, assign, transfer and quitclaim unto Assignee the entire right, title and interest in and to the Trademark "AVADO", together with the goodwill of the business symbolized by such Trademark and with all rights and privileges granted and secured thereby, including, but not limited to, any right to sue and recover for any past or continuing infringement thereof.

In witness whereof, Assignor's duly authorized representative has executed this Trademark Assignment this 6th day of February, 2013.

ELKAY MANUFACTURING COMPANY, a
Delaware corporation, formerly known as ELKAY
MANUFACTURING COMPANY, an Illinois
corporation

A handwritten signature in cursive script, reading "Kathleen J. Deighan", is written over a solid horizontal line.

Name: Kathleen J. Deighan

Title: Corporate Secretary

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 Elkay Delaware Corporation, a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Elkay Manufacturing Company, 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 Elkay Delaware Corporation, a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation, which is hereby amended so that Article First reads: The name of the Corporation is "Elkay Manufacturing Company"

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

- 1,000,000 shares of Class A Common Stock, par value \$0.01 per share;
- 14,000,000 shares of Class B Common Stock, par value \$0.01 per share;
- 22,500 shares of Class M Common Stock, par value \$0.01 per share; and
- 2,250,000 shares of Class N Common Stock, par value \$0.01 per share.

SIXTH: The merger is to become effective upon filing.

SEVENTH: The Agreement of Merger is on file at 2222 Camden Court, Oak Brook, Illinois 60523, 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 12th day of September, 2008.

ELKAY DELAWARE CORPORATION

By: Kathleen J. Deighan
Name: Kathleen J. Deighan
Title: Secretary