

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MARTEK POWER INCORPORATED		12/12/2013	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	SURE POWER, INC.
Street Address:	10189 SW Avery
City:	Tualatin
State/Country:	OREGON
Postal Code:	97062
Entity Type:	CORPORATION: OREGON

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1214714	SP
Registration Number:	1021936	DUVAC
Registration Number:	2625471	MARTEK POWER
Registration Number:	2618505	MARTEK POWER
Registration Number:	2508999	MARTEK POWER ABBOTT

CORRESPONDENCE DATA

Fax Number: 7132098980
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 713-209-8566
 Email: JANET.REED@COOPERINDUSTRIES.COM
 Correspondent Name: COOPER TECHNOLOGIES COMPANY
 Address Line 1: 600 TRAVIS, SUTIE 5600
 Address Line 4: HOUSTON, TEXAS 77002

CH \$140.00 1214714

ATTORNEY DOCKET NUMBER:	MARTEK TM ASSIGN
NAME OF SUBMITTER:	LIZBETH L WRIGHT
Signature:	/LIZBETH L. WRIGHT/
Date:	01/23/2014
<p>Total Attachments: 8 source=3.3 CA Evidence of Filing#page1.tif source=3.3 CA Evidence of Filing#page2.tif source=3.3 CA Evidence of Filing#page3.tif source=3.3 CA Evidence of Filing#page4.tif source=3.3 OR Evidence of Filing#page1.tif source=3.3 OR Evidence of Filing#page2.tif source=3.3 OR Evidence of Filing#page3.tif source=3.3 OR Evidence of Filing#page4.tif</p>	

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CERTIFICATE

FILED

Secretary of State
State of California

DEC 19 2013

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, KATE BROWN, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached copy of the
**Articles of
Merger**
filed on
December 17, 2013
for
SURE POWER, INC.

is a true copy of the original document
that has been filed with this office.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.



KATE BROWN, Secretary of State

December 18, 2013

Come visit us on the internet at <http://www.filinginoregon.com>

FAX (503) 378-4381

1101

TRADEMARK
REEL: 005198 FRAME: 0738

Articles of Merger - Multi Entity Merger

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - http://www.FilingInOregon.com - Phone: (503) 986-2200

FILED

DEC 17 2013

OREGON SECRETARY OF STATE

SURVIVOR REGISTRY NUMBER: 100168-14

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1) NAMES AND TYPES OF THE ENTITIES PROPOSING TO MERGE:

NAME:	TYPE:	REGISTRY NUMBER:
Martek Power Incorporated	California Corporation	C0416152
Sure Power Inc.	Oregon Corporation	100168-14

2) NAME AND TYPE OF THE SURVIVING ENTITY: Sure Power Inc., an Oregon corporation

Check here if there is a name change in this plan of merger.

3) A COPY OF THE MERGER PLAN IS ATTACHED. See ORS 60.481(2)

4) THE PLAN OF MERGER WAS DULY AUTHORIZED AND APPROVED BY EACH ENTITY THAT IS A PARTY TO THE MERGER:

A copy of the vote required by each entity is attached.

OR:

Shareholder approval was not required.

5) EXECUTION: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.) By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Richard H. Fearon

Title:

Vice President

SURE POWER, INC.



FEES

Nonprofit Required Processing Fee	\$50
Domestic Acquiring Entity Required Processing Fee	\$100
Foreign Acquiring Entity Required Processing Fee	\$275

Processing Fees are nonrefundable. Please make check payable to "Corporation Division." Free copies are available at FilingInOregon.com, using the Business Name Search program.

VOID IF ALTERED OR ERASED

VOID IF ALTERED OR ERASED

MERGER AGREEMENT

This MERGER AGREEMENT made as of the 12th day of December 2013, by and between Sure Power, Inc., an Oregon corporation, (hereinafter referred to as the "Surviving Corporation"), and Martek Power Incorporated., a California corporation, (hereinafter referred to as the "Merging Corporation").

WHEREAS, the directors of the Merging Corporation and the directors of the Surviving Corporation believe that it is in the best interests of each company, that the Merging Corporation be merged with and into the Surviving Corporation;

NOW THEREFORE, in consideration of the premises and mutual covenants herein contained, the Surviving Corporation and the Merging Corporation hereby agree as follows:

1. Upon the terms and subject to the conditions set forth in this Merger Agreement, the Merging Corporation shall merge with and into the Surviving Corporation. Upon the effective time of such merger, as hereinafter specified, the separate corporate existence of the Merging Corporation shall cease.
2. The shares of stock of the Merging Corporation that are outstanding on the effective date of the merger shall not be converted into shares of stock in the Surviving Corporation, but shall be surrendered and cancelled.
3. The name of the Surviving Corporation, upon the effective date of the merger, shall be Sure Power, Inc. The Surviving Corporation's principal office in the State of Oregon is located at 10189 SW Avery Street, Tualatin, Oregon 97062; the Surviving Corporation's registered office in the State of Oregon is located at 388 State Street, Suite 420, Salem, Oregon 97301.
4. The Certificate of Incorporation of the Surviving Corporation in place and effective immediately prior to the merger shall be and constitute the Certificate of Incorporation of the Surviving Corporation until the same shall be properly altered, amended or repealed.
5. The Bylaws of the Surviving Corporation in place and effective immediately prior to the merger shall be and constitute the Bylaws of the Surviving Corporation until the same shall be properly altered, amended or repealed.

6. The directors and officers of the Surviving Corporation immediately prior to the merger shall continue in office until their successors shall be elected and qualified, subject to prior death, resignation, or removal.

7. Upon the merger becoming effective, the Surviving Corporation shall assume and be liable for all liabilities and obligations of the Merging Corporation and all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed. The Surviving Corporation specifically assumes any obligation of the Merging Corporation which requires that such obligation is specifically assumed by the Surviving Corporation. The Merging Corporation hereby agrees from time to time, as and when requested by the Surviving Corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation title to and possession of any property of the Merging Corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers of the Surviving Corporation are fully authorized in the name of the Merging Corporation, or otherwise, to take any and all such action.

8. This Merger Agreement has been duly authorized by the Board of Directors of the Surviving Corporation and the Board of Directors of the Merging Corporation and is signed by a duly authorized officer of each such party as of the day and year first above written.

9. The merger shall become effective at 12:03 a.m. EST, January 1, 2014.

IN WITNESS WHEREOF, the parties have caused this Merger Agreement to be duly executed by their respective authorized officers as of the day and year first above written.

SURE POWER, INC.

MARTEK POWER INCORPORATED

By

Name: Richard H. Fearon

Title: Vice President

By

Name: Lizbeth L. Wright

Title: Vice President and Secretary

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, *KATE BROWN*, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached copy of the
**Articles of
Merger**
filed on
December 17, 2013
for
SURE POWER, INC.

is a true copy of the original document
that has been filed with this office.



In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

A handwritten signature in black ink, appearing to read "Kate Brown".

KATE BROWN, Secretary of State

December 18, 2013



Articles of Merger - Multi Entity Merger

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - http://www.FilingInOregon.com - Phone: (503) 986-2200

FILED

DEC 17 2013

OREGON SECRETARY OF STATE

SURVIVOR REGISTRY NUMBER: 100168-14

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OR:

Shareholder approval was not required.

5) EXECUTION: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Title:

Richard H. Fearon

Vice President

SURE POWER, INC.



10016814-14828570

MER

FEES	
Nonprofit Required Processing Fee	\$50
Domestic Acquiring Entity Required Processing Fee	\$100
Foreign Acquiring Entity Required Processing Fee	\$275

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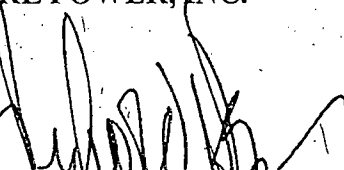
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SURE POWER, INC.

MARTEK POWER INCORPORATED

By


Name: Richard H. Fearon
Title: Vice President

By


Name: Lizbeth L. Wright
Title: Vice President and Secretary