

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM390488

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Goulds Pumps, Incorporated		12/23/2015	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Goulds Pumps, LLC		
<b>Street Address:</b>	240 Falls Street		
<b>City:</b>	Seneca Falls		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	13148		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0548151	GOULDS	
<b>Registration Number:</b>	2262827	GOULDS	
<b>Registration Number:</b>	2430637	GOULDS	
<b>Registration Number:</b>	2244728	GOULDS PUMPS	
<b>Registration Number:</b>	2542040	GP	
<b>Registration Number:</b>	0744751	GP	
<b>Registration Number:</b>	2484136	GP	
<b>Registration Number:</b>	1930240	PRISM	
<b>Registration Number:</b>	2128672	PRO SERVICE CENTER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6104070701		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	6104070700		
<b>Email:</b>	tmde@ratnerprestia.com		
<b>Correspondent Name:</b>	RatnerPrestia		
<b>Address Line 1:</b>	P.O. Box 980		
<b>Address Line 4:</b>	Valley Forge, PENNSYLVANIA 19482		
<b>NAME OF SUBMITTER:</b>	Rex A. Donnelly		

OP \$240.00 0548151

<b>SIGNATURE:</b>	/RexADonnelly/
<b>DATE SIGNED:</b>	07/06/2016
<b>Total Attachments: 7</b> source=Goulds LLC Conversion#page1.tif source=Goulds LLC Conversion#page2.tif source=Goulds LLC Conversion#page3.tif source=Goulds LLC Conversion#page4.tif source=Goulds LLC Conversion#page5.tif source=Goulds LLC Conversion#page6.tif source=Goulds LLC Conversion#page7.tif	

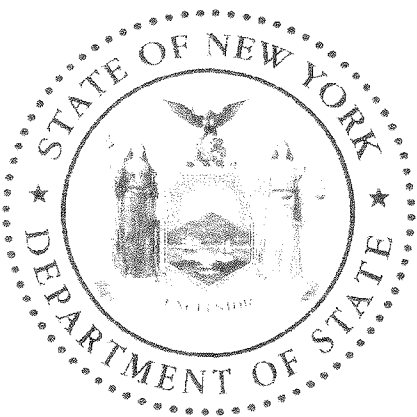
# Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America  
This public document
2. has been signed by **Timothy C. Idoni**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the **county of Westchester**

Certified

5. at New York City, New York
6. the 7th day of April 2016
7. by Special Deputy Secretary of State, State of New York
8. No. NYC-564288
9. Seal/Stamp
10. Signature



*Whitney A. Clark*

---

Whitney A. Clark  
Special Deputy Secretary of State

GOULDS PUMPS, LLC  
(f/k/a Gould Pumps, Incorporated)

\*\*\*\*

SECRETARY'S CERTIFICATE

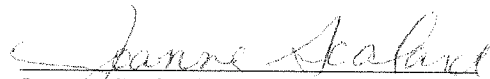
\*\*\*\*

I, Joanne Scalard, Vice President, General Counsel and Secretary of Goulds Pumps, LLC, (f/k/a Goulds Pumps, Incorporated) a Delaware limited liability company (the "Company"), DO HEREBY CERTIFY that I am the duly elected and qualified Corporate Secretary and keeper of the records and corporate seal and that therefore, I am able to confirm that:

ITT Corporation, an Indiana corporation, ("ITT") is a publicly traded corporation that is traded on the New York Stock Exchange and is the ultimate parent of the Company.

The attached Exhibit A is a true and correct copy of the Certificate of Conversion.

IN WITNESS WHEREOF, I have executed this Certificate as of the 24<sup>th</sup> day of April 2016 and affixed the corporate seal of the Company hereto.



Joanne Scalard  
Vice President, General Counsel & S

STATE OF NEW YORK  
COUNTY OF WESTCHESTER

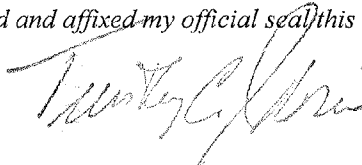
ss.:

I, **Timothy C. Idoni**, Clerk of the County of Westchester and Clerk of the Supreme Court and County Court in and for said County, the same being courts of record having a seal, DO HEREBY CERTIFY, That **TARA SOLANKI** whose name is subscribed to the deposition, certificate of acknowledgement or proof of the annexed instrument, was at the time taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such in Westchester County and throughout said State; that pursuant to law a commission, or a certificate of official character, and an autograph signature of said NOTARY PUBLIC, have been filed in my office; that said NOTARY PUBLIC was duly authorized by the laws of the State of New York to administer oaths and affirmations, to certify the acknowledgements or proof of deeds and other written instruments for lands, tenements and hereditaments to be read in evidence and recorded in said State, to protest notes and to take and certify depositions; and that I am well acquainted with the handwriting of such NOTARY PUBLIC, or having compared the signature of said Notary Public on the annexed instrument with such Notary Public's autograph signature deposited in my office, and believe that the signature on the annexed instrument is genuine.

No notary seal required by the laws of the State of New York

In Witness Whereof, I have hereunto set my hand and affixed my official seal this

6<sup>TH</sup> Day of APRIL 20 16



County Clerk and Clerk of the Supreme Court and County Court, Westchester, N.Y.

GOULDS PUMPS, LLC  
(f/k/a Gould Pumps, Incorporated)

\*\*\*\*

SECRETARY'S CERTIFICATE

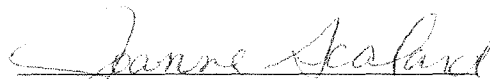
\*\*\*\*

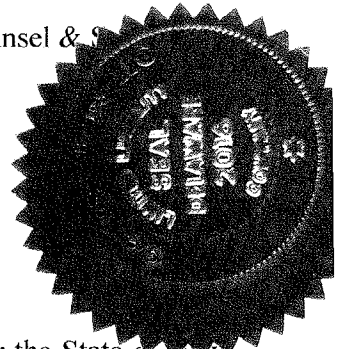
I, Joanne Scalard, Vice President, General Counsel and Secretary of Goulds Pumps, LLC, (f/k/a Goulds Pumps, Incorporated) a Delaware limited liability company (the "Company"), DO HEREBY CERTIFY that I am the duly elected and qualified Corporate Secretary and keeper of the records and corporate seal and that therefore, I am able to confirm that:

ITT Corporation, an Indiana corporation, ("ITT") is a publicly traded corporation that is traded on the New York Stock Exchange and is the ultimate parent of the Company.

The attached Exhibit A is a true and correct copy of the Certificate of Conversion.

**IN WITNESS WHEREOF**, I have executed this Certificate as of the 4<sup>th</sup> day of April 2016 and affixed the corporate seal of the Company hereto.

  
Joanne Scalard  
Vice President, General Counsel & Secretary



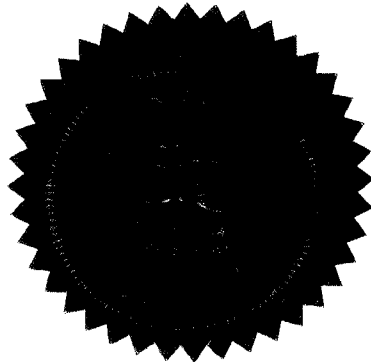
STATE OF NEW YORK )

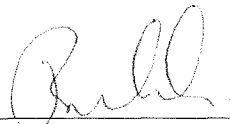
:ss.:

COUNTY OF WESTCHESTER )

On this 4<sup>th</sup> day of April 2016, before me, the undersigned notary public for the State of New York, personally appeared Joanne Scalard, to me known to be the individual whose name is subscribed on the foregoing instrument, and acknowledged that she executed the same.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal the day and year in this certificate first written above.



  
Tara Solanki - Notary Public

TARA SOLANKI  
Notary Public, State of New York  
No. 01SO6258621  
Qualified in Westchester County  
Commission Expires March 26, 2020

# Apostille

(Convention de La Haye du 5 Octobre 1961)

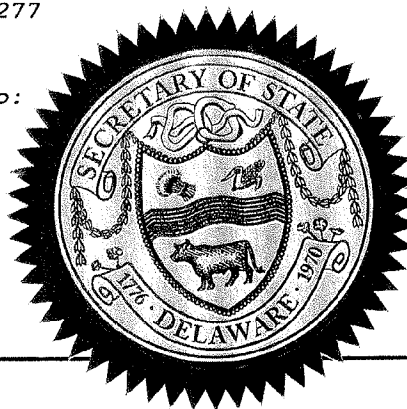
1. Country: United States of America

*This public document:*

2. has been signed by Jeffrey W. Bullock
3. acting in the capacity of Secretary Of State Of Delaware
4. bears the seal/stamp of Office Of Secretary Of State

## Certified

5. at Dover, Delaware
6. thirty-first day of March, A.D. 2016
7. by Secretary of State, Delaware Department of State
8. No.202073277
9. Seal/Stamp:



10. Signature:

  
Jeffrey W. Bullock, Secretary of State

# Delaware


The First State

Page 1

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 A DELAWARE CORPORATION UNDER THE NAME OF "GOULDS PUMPS, INCORPORATED" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GOULDS PUMPS, INCORPORATED" TO "GOULDS PUMPS LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2015, AT 4:52 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2016.



  
Jeffrey W. Bullock, Secretary of State

8100V  
SR# 20161995718  
You may verify this certificate online at

Authentication: 202073276  
Date: 03-31-16

**CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY  
OF  
GOULDS PUMPS, INCORPORATED**

---

*Pursuant to Section 18-214 of the  
Delaware Limited Liability Company Act*

**GOULDS PUMPS, INCORPORATED**, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The Corporation was first formed in the State of Delaware on March 5, 1984, and has remained a Delaware corporation since its incorporation.
2. The name of the Corporation immediately prior to filing this Certificate of Conversion is Goulds Pumps, Incorporated.
3. The name of the limited liability company as set forth in the Certificate of Formation filed in accordance with Section 18-214(b) of the Act is Goulds Pumps LLC.
4. This Certificate of Conversion shall become effective on January 1, 2016.

*[Signature page follows.]*

3623041-v1V

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:52 PM 12/23/2015  
FILED 04:52 PM 12/23/2015  
SR 20151521306 - File Number 2029660



IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion from a Corporation to a Limited Liability Company of Goulds Pumps, Incorporated on December 23, 2015.

**GOULDS PUMPS, INCORPORATED**

By: *Lori B. Marino*  
Name: Lori B. Marino  
Title: Vice President and Assistant Secretary

1A.8 - Certificate of Conversion of Goulds Pumps, Inc.