

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM392562

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AGL Resources Inc.		07/08/2016	Corporation: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Southern Company Gas		
<b>Street Address:</b>	10 Peachtree Place, NE		
<b>Internal Address:</b>	Suite 1000		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30309		
<b>Entity Type:</b>	Corporation: GEORGIA		
<b>PROPERTY NUMBERS Total: 80</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77939672	AGL ENERGY SERVICES	
<b>Serial Number:</b>	77333786	AGL PAC AGL RESOURCES INC. POLITICAL ACT	
<b>Serial Number:</b>	77540608	AGL RESOURCES	
<b>Serial Number:</b>	75518571	ATLANTA GAS LIGHT	
<b>Serial Number:</b>	86933605	BUILDERFIRST	
<b>Serial Number:</b>	77978360	CHATTANOOGA GAS	
<b>Serial Number:</b>	77540731	CHATTANOOGA GAS	
<b>Serial Number:</b>	77313021	CHICAGO HUB	
<b>Serial Number:</b>	77541172	ELIZABETHTOWN GAS	
<b>Serial Number:</b>	77978362	ELIZABETHTOWN GAS	
<b>Serial Number:</b>	77978361	ELKTON GAS	
<b>Serial Number:</b>	77541169	ELKTON GAS	
<b>Serial Number:</b>	85215764		
<b>Serial Number:</b>	78917491	FLEXPLAN	
<b>Serial Number:</b>	77541159	FLORIDA CITY GAS	
<b>Serial Number:</b>	75541438	GAS GUY	
<b>Serial Number:</b>	75579042		
<b>Serial Number:</b>	77105819	GAS LINE COMFORTGUARD	

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Property Type	Number	Word Mark
Serial Number:	75516831	GEORGIA NATURAL GAS SERVICES
Serial Number:	77939651	GOLDEN TRIANGLE STORAGE
Serial Number:	86161923	HOME SOLUTIONS
Serial Number:	77209218	HOME SOLUTIONS
Serial Number:	77585951	HOME SOLUTIONS
Serial Number:	86162245	HOME SOLUTIONS
Serial Number:	77246030	IBT CONNECTIONS
Serial Number:	86838380	INVESTING IN ILLINOIS
Serial Number:	86831993	INVESTING IN ILLINOIS
Serial Number:	86925607	JAX LNG
Serial Number:	86925612	JAX LNG
Serial Number:	86925618	JAX LNG
Serial Number:	86925756	JAX LNG
Serial Number:	86925759	JAX LNG
Serial Number:	86925761	JAX LNG
Serial Number:	77939658	JEFFERSON ISLAND STORAGE & HUB
Serial Number:	78240060	KNOW HOW NO WORRIES
Serial Number:	77871277	KNOW HOW. NO WORRIES.
Serial Number:	86161921	
Serial Number:	78328890	
Serial Number:	86161919	
Serial Number:	78735003	
Serial Number:	86849781	MY BILL, MY WAY
Serial Number:	86121440	NATURAL GAS. AMERICAN. ABUNDANT. AFFORDA
Serial Number:	77677722	NATURAL GAS. COMFORTABLE. RESPONSIBLE.
Serial Number:	74517095	NICOR
Serial Number:	78834712	NICOR ADVANCED ENERGY
Serial Number:	85276446	NICOR ELECTRIC
Serial Number:	85276447	NICOR ELECTRIC
Serial Number:	77312246	NICOR ENERCHANGE
Serial Number:	86035167	NICOR GAS
Serial Number:	86035164	NICOR GAS
Serial Number:	85027530	NICOR GAS ENERGY EFFICIENCY PROGRAM USIN
Serial Number:	77643208	NICOR NATIONAL
Serial Number:	86058887	NICOR SOLUTIONS
Serial Number:	77798497	NICORMOVE
Serial Number:	85826327	NITROGANIC
Serial Number:	86511193	NOTHING SAYS WELCOME HOME LIKE THE COMFO

Property Type	Number	Word Mark
Serial Number:	72279521	
Serial Number:	78328917	PIVOTAL
Serial Number:	86048982	PIVOTAL HOME SOLUTIONS
Serial Number:	77819101	POSITIVITY AT WORK
Serial Number:	77369619	PRICECAP
Serial Number:	86416918	PRICECAP
Serial Number:	78917493	PRICEGUARD
Serial Number:	77757185	RENEWCO
Serial Number:	76437869	SEQUENT
Serial Number:	77939666	SEQUENT ENERGY MANAGEMENT
Serial Number:	85343520	SEQUENT ENERGY SERVICES
Serial Number:	86832005	SERVICE MY WAY
Serial Number:	77427539	
Serial Number:	86835376	THE VALUES WE SHARE ENERGIZE US
Serial Number:	86835371	THE VALUES WE SHARE ENERGIZE US
Serial Number:	77072486	TRUBALANCE PLAN
Serial Number:	78730136	V-FORCE
Serial Number:	78729942	V-FORCE
Serial Number:	77540706	VIRGINIA NATURAL GAS
Serial Number:	77978338	VIRGINIA NATURAL GAS
Serial Number:	75135050	CUSTOMER SELECT
Serial Number:	75841322	ENERGY SPOTLIGHT
Serial Number:	73086901	NICOR
Serial Number:	75375766	NICOR

**CORRESPONDENCE DATA**

**Fax Number:**

*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.*

**Email:** trademarks@agg.com

**Correspondent Name:** Anuj Desai | Arnall Golden Gregory LLP

**Address Line 1:** 171 17th St NW

**Address Line 2:** Suite 2100

**Address Line 4:** Atlanta, GEORGIA 30363

**NAME OF SUBMITTER:** Anuj Desai

**SIGNATURE:** /Anuj Desai/

**DATE SIGNED:** 07/25/2016

**Total Attachments: 6**

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# STATE OF GEORGIA

**Secretary of State**  
**Corporations Division**  
**313 West Tower**  
**2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

## **CERTIFICATE OF AMENDMENT** **NAME CHANGE**

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

**AGL RESOURCES INC.**  
**a Domestic Profit Corporation**

has filed articles/certificate of amendment in the Office of the Secretary of State on 07/08/2016 changing its name to

**Southern Company Gas**  
**a Domestic Profit Corporation**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles/ certificate of amendment.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on 07/08/2016



Brian P. Kemp  
Secretary of State

**CERTIFICATE OF RESTATEMENT  
OF  
AGL RESOURCES INC.**

July 8, 2016

Pursuant to the provisions of Section 14-2-1007 of the Georgia Business Corporation Code (the "Code"), AGL Resources Inc., a Georgia corporation (the "Corporation"), hereby files this certificate of restatement (this "Certificate of Restatement") for the purpose of superseding the current Amended and Restated Articles of Incorporation of the Corporation, as amended, with the attached Amended and Restated Articles of Incorporation of the Corporation. The Corporation does hereby certify as follows:

FIRST:           The name of the Corporation is AGL Resources Inc.

SECOND:         The Corporation hereby adopts the attached Amended and Restated Articles of Incorporation of the Corporation to change the name of the Corporation. The new name of the Corporation is Southern Company Gas.

THIRD:           The attached Amended and Restated Articles of Incorporation of the Corporation were duly adopted by the board of directors of the Corporation on July 8, 2016, without shareholder action, as shareholder action was not required.

FOURTH:         The undersigned does hereby certify that a request for publication of a notice of the filing of this Certificate of Restatement to change the Corporation's name along with the publication fee of \$40.00 has been forwarded to the legal organ of the county of the registered office as required by Section 14-2-1006.1 of the Code.

FIFTH:           This Certificate of Restatement shall be effective on July 11, 2016 at 8:00 A.M.

*[Signature page follows.]*

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SOUTHERN COMPANY GAS**

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation is Southern Company Gas (the "Corporation").

**ARTICLE II  
AUTHORIZED SHARES**

**Section 2.01 Authorized Shares.** The Corporation will have authority to issue not more than 110,000,000 shares of stock consisting of (a) 100,000,000 shares of Common Stock having a par value of \$0.01 per share, and (b) 10,000,000 shares of Preferred Stock having a par value of \$0.01 per share, to be issued in one or more series in the manner set forth in Section 2.02.

**Section 2.02 Preferred Stock.** The board of directors of the Corporation is hereby authorized to issue the shares of undesignated Preferred Stock in one or more series and to fix from time to time before issuance the number of shares to be included in any series and the designation, relative powers, preferences and rights and qualifications, limitations or restrictions of all shares of each series.

**ARTICLE III  
LIMITATIONS ON DIRECTOR LIABILITY**

No director of the Corporation will be personally liable to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director, except for liability for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of the law; (c) the types of liability set forth in Section 14-2-832 of the Georgia Business Corporation Code (the "Code"); or (d) any transaction from which the director received an improper personal benefit. If the Code is amended after the effective date of this Article III to authorize corporate action further limiting the personal liability of directors, then the liability of a director of the Corporation will be limited to the fullest extent permitted by the Code, as so amended. Any repeal or modification of this Article III by the shareholders of the Corporation will not adversely affect any right or protection of a director of the Corporation that exists at the time of such repeal or modification.

**ARTICLE IV  
INDEMNIFICATION OF DIRECTORS**

**Section 4.01 Right to Indemnification.** Each person who was or is made a party or is threatened to be made a party to or is otherwise involved in any threatened, pending or

completed action, suit or proceeding, whether civil, derivative, criminal, administrative or investigative (hereinafter a "proceeding"), by reason of the fact he or she, or a person of whom he or she is a legal representative, is or was a director will be indemnified and held harmless by the Corporation to the fullest extent authorized by the Code, as the same exists or may hereafter be amended (but in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Code permitted the Corporation to provide prior to such amendment), against all expenses, liability and loss (including attorneys' fees, judgments, fines, excise taxes or penalties assessed pursuant to the Employee Retirement Income Security Act of 1974, and amounts paid or to be paid in settlement) actually and reasonably incurred or suffered by such director in connection with any such proceeding. Such indemnification will continue as to a director who has ceased to be a director and will inure to the benefit of the director's heirs, executors and administrators. Except with respect to proceedings to enforce rights to indemnification by a director, the Corporation will indemnify any such director in connection with a proceeding (or part thereof) initiated by such director only if such proceeding (or part thereof) was authorized by the board of directors of the Corporation. The right to indemnification conferred in this Article IV will be a contract right.

**Section 4.02 Advance for Expenses.** The Corporation will pay for or reimburse the actual and reasonable expenses incurred by a director who is a party to a proceeding in advance of final disposition of the proceeding if the director furnishes the Corporation: (a) a written affirmation of his or her good faith belief that his or her conduct does not constitute behavior of the kind set forth in Section 14-2-856(b) of the Code; and (b) a written undertaking, executed personally or on his or her behalf, to repay any advances if it is ultimately determined that he or she is not entitled to indemnification for such expenses under this Article IV or otherwise. The undertaking must be an unlimited general obligation of the director but need not be secured and may be accepted without reference to the director's financial ability to make repayment.

**Section 4.03 Enforcement.** The rights to indemnification provided by this Article IV will apply to all proceedings described in Section 4.01, regardless of whether any provision of this Article IV has been amended or repealed subsequent to such acts or omissions. If a claim for indemnification under this Article IV is not paid in full by the Corporation within 60 days after a written claim has been received by the Corporation, except in the case of a claim for an advancement of expenses, in which case the applicable period will be 20 days, the director may apply for indemnification or advancement of expenses to a court of competent jurisdiction pursuant to Section 14-2-854 of the Code. If successful in whole or in part in any such suit, or in a suit brought by the Corporation to recover an advancement of expenses pursuant to the terms of an undertaking, the director also will be entitled to be paid the expenses of prosecuting or defending such suit. For purposes of this Article IV, references to the "Corporation" will include, in addition to the Corporation, any merging or consolidating corporation (including any merging or consolidating corporation of a merging or consolidating corporation) absorbed in a merger or consolidation with the Corporation, so that any person who is or was a director of such merging or consolidating corporation or who is or was serving at the request of such merging or consolidating corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, will stand in the same position under this Article IV with respect to the Corporation as he or she would if he or she had served the Corporation in the same capacity.



**ARTICLE V  
SHAREHOLDER ACTION BY WRITTEN CONSENT**

Any action required or permitted to be taken at a shareholders meeting may be taken without a meeting if the action is taken by one or more written consents by persons who would be entitled to vote at such a meeting and who hold shares having voting power to cast not less than the minimum number (or numbers in the case of voting groups) of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Restatement to be executed by its duly authorized officer as of the date first written above.

AGL RESOURCES INC.

By: 

Name: Paul R. Shlanta

Title: Executive Vice President,  
General Counsel and Chief  
Ethics and Compliance Officer

2016 JUL - 8 AM 10: 22  
SECRETARY OF STATE  
CORPORATIONS DIVISION

*[Signature Page to Certificate of Restatement]*

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TRADEMARK

RECORDED: 07/25/2016

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