

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM452175

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	11/14/2017

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ITRON DISTRIBUTED ENERGY MANAGEMENT, INC		11/14/2017	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	ltron, Inc.
<b>Street Address:</b>	2111 NORTH MOLTER ROAD
<b>City:</b>	LIBERTY LAKE
<b>State/Country:</b>	WASHINGTON
<b>Postal Code:</b>	99019
<b>Entity Type:</b>	Corporation: WASHINGTON

## PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3182682	COMVERGE
Registration Number:	3344159	VIRTUAL PEAKING CAPACITY
Registration Number:	4036234	
Registration Number:	4052013	INTELLITEMP
Registration Number:	4052011	INTELLIMARKET
Registration Number:	4052006	INTELLIMEASURE
Registration Number:	4062279	COMVERGE
Registration Number:	4079072	INTELLISUPPORT
Registration Number:	4051975	INTELLIPLAN
Registration Number:	4097957	INTELLIFOCUS
Registration Number:	4104125	INTELLICONNECT
Registration Number:	4101086	INTELLISOURCE
Registration Number:	4101083	INTELLIPEAK
Registration Number:	4389081	SUMMER ADVANTAGE
Registration Number:	4433965	SMARTCONSUMER
Registration Number:	4437615	INTELLISOURCE POWERSTORY PORTAL
Registration Number:	4413417	ENERGY MADE BETTER

CH \$465.00 3182682

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4660057	SMARTPRICE

**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:** ltron-TM@itron.com

**Correspondent Name:** ITRON, INC.

**Address Line 1:** 2111 NORTH MOLTER ROAD

**Address Line 4:** LIBERTY LAKE, WASHINGTON 99019

<b>NAME OF SUBMITTER:</b>	Patricia S. Goddard
<b>SIGNATURE:</b>	/Patricia S. Goddard/
<b>DATE SIGNED:</b>	11/27/2017

**Total Attachments: 10**

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# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ITRON DISTRIBUTED ENERGY MANAGEMENT, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ITRON, INC." UNDER THE NAME OF "ITRON, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2017, AT 12:57 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

6616187 8100M  
SR# 20177089802

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

Authentication: 203572459  
Date: 11-15-17

**TRADEMARK**  
**REEL: 006213 FRAME: 0684**

**CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
ITRON DISTRIBUTED ENERGY MANAGEMENT, INC.  
WITH AND INTO  
ITRON, INC.**

**November 13, 2017**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "**DGCL**") and Section 23B.11.040 of the Revised Code of Washington (the "**RCW**"), the undersigned corporation does hereby certify:

**FIRST:** That the names of and state of incorporation of each of the constituent corporations in the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Itron, Inc. (the " <b>Corporation</b> ")	Washington
Itron Distributed Energy Management, Inc. (the " <b>Subsidiary</b> ")	Delaware

**SECOND:** That the Corporation owns 100% of the issued and outstanding shares of the capital stock of the Subsidiary.

**THIRD:** That the Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on November 13, 2017, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL (the "**Merger**").

**FOURTH:** That the Corporation shall be the surviving corporation of the Merger (the "**Surviving Corporation**").

**FIFTH:** That the certificate of incorporation of the Corporation, as in effect immediately prior to the Merger, will be the certificate of incorporation of the Surviving Corporation.

**SIXTH:** That the Merger shall become effective on filing.

*[Signature page follows.]*

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by an authorized officer as of the date first written above.

**Itron, Inc.**

By: 

Name: Shannon M. Votava

Title: Secretary

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

CERTIFICATE OF MERGER

I, KIM WYMAN, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the below listed "Merging Entity/Entities" into:

ITRON, INC.

WA PROFIT CORPORATION

UBI: 600 337 134

Effective Date: 11/14/2017

Filing Date: 11/14/2017

Merging Entities:

602 163 373 ITRON DISTRIBUTED ENERGY MANAGEMENT, INC., DELAWARE PROFIT CORPORATION



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Handwritten signature of Kim Wyman in cursive script.

Kim Wyman, Secretary of State

Date Issued: 11/14/2017

TRADEMARK

REEL: 006213 FRAME: 0687

FILED

Secretary of State

State of Washington

Date Filed: 11/14/2017

Effective Date: 11/14/2017

UBI No: 600 337 134

**CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
ITRON DISTRIBUTED ENERGY MANAGEMENT, INC.  
WITH AND INTO  
ITRON, INC.**

November 13, 2017

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 23B.11.040 of the Revised Code of Washington (the "RCW"), the undersigned corporation does hereby certify:

**FIRST:** That the names of and state of incorporation of each of the constituent corporations in the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Itron, Inc. (the " <i>Corporation</i> ")	Washington
Itron Distributed Energy Management, Inc. (the " <i>Subsidiary</i> ")	Delaware

**SECOND:** That the Corporation owns 100% of the issued and outstanding shares of the capital stock of the Subsidiary.

**THIRD:** That the Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on November 13, 2017, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL (the "*Merger*").

**FOURTH:** That the Corporation shall be the surviving corporation of the Merger (the "*Surviving Corporation*").

**FIFTH:** That the certificate of incorporation of the Corporation, as in effect immediately prior to the Merger, will be the certificate of incorporation of the Surviving Corporation.

**SIXTH:** That the Merger shall become effective on filing.

*[Signature page follows.]*

FILED

Secretary of State

State of Washington

Date Filed: 11/14/2017

Effective Date: 11/14/2017

UBI No: 600 337 134

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by an authorized officer as of the date first written above.

Itron, Inc.

By: 

Name: Shannon M. Votava

Title: Secretary

Work Order #: 2017111400004014

Received Date: 11/14/2017



## AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger, dated as of October 3, 2017 (this *Agreement*"), is made by and between Itron, Inc., a Washington corporation ("*Company*"), and Itron Distributed Energy Management, Inc., a Delaware corporation (the "*IDEM*").

### ARTICLE I MERGER

Section 1.1 The Merger. Upon the terms and subject to the conditions in this Agreement, and in accordance with the Delaware Limited Liability Company Act and the Revised Code of Washington, IDEM will be merged with and into the Company (the "*Merger*"), pursuant to the Certificate of Merger, substantially in the form attached hereto as Exhibit A (the "*Certificate of Merger*"), to be filed with the Secretary of State of the State of Delaware. The Merger will become effective at the time set forth in the Certificate of Merger (the "*Effective Time*"). The Company shall be the surviving entity (the "*Surviving Entity*") in the Merger.

Section 1.2 Effects of the Merger. At the Effective Time:

- (a) the effect of the Merger will be as provided in this Agreement, the Certificate of Merger and the applicable provisions of the law;
- (b) the Certificate of Formation of the Company, as in effect immediately prior to the Effective Time, will be the Certificate of Formation of the Surviving Entity, until thereafter amended as provided by law or such Certificate of Formation;
- (c) the Bylaws of the Company, as in effect immediately prior to the Effective Time, will be the Bylaws of the Surviving Entity, until thereafter amended as provided by law or such Bylaws; and
- (d) the officers of the Company immediately prior to the Effective Time shall be the officers, respectively, of the Surviving Entity as of the Effective Time.

Section 1.3 Effects on Equity. At the Effective Time, by virtue of the Merger and without any action on the part of IDEM or the Company, each share of common stock in IDEM shall be canceled and extinguished; and all of the common in the Company outstanding prior to the Merger shall remain outstanding common stock in the Surviving Entity following the Merger.

### ARTICLE II MISCELLANEOUS

Section 2.1 Further Action. If any further action is necessary or desirable to carry out the purposes of this Agreement or to vest the Surviving Entity with full right, title and possession to all assets, property, rights, privileges, powers and franchises of either IDEM or the Company, the officers of IDEM and the Company are fully authorized in the name of their respective entity or otherwise to take, and will take, all such lawful and necessary action.

Section 2.2 Counterparts. This Agreement may be executed and delivered in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and

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Secretary of State  
State of Washington  
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Effective Date: 11/14/2017

the same instrument. Any signature page delivered by facsimile or e-mail transmission of images in Adobe PDF or similar format shall be binding to the same extent as an original signature page with regard to any agreement subject to the terms hereof or any amendment thereto. Any party who delivers such a signature page agrees to later deliver an original counterpart to the other party if so requested.

Section 2.3 Choice of Law. This Agreement and all disputes or controversies arising out of or relating to this Agreement or the Merger will be governed by, and construed in accordance with, the laws of the State of Washington, without regard to the laws of any other jurisdiction that might be applied because of the conflicts of laws principles of the State of Washington.

*[Signature page follows.]*

Work Order #: 2017111400004014

Received Date: 11/14/2017

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Secretary of State  
State of Washington  
Date Filed: 11/14/2017  
Effective Date: 11/14/2017  
UBI No: 600 337 134

IN WITNESS WHEREOF, the undersigned have caused this Agreement to be executed by their duly authorized respective officers as of the date first written above.

**Iron, Inc.**

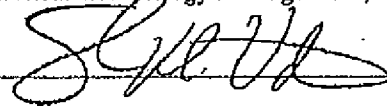
By: \_\_\_\_\_



Name: Shannon M. Votava  
Title: SVP, General Counsel and  
Corporate Secretary

**Iron Distributed Energy Management, Inc.**

By: \_\_\_\_\_



Name: Shannon M. Votava  
Title: Secretary

FILED  
Secretary of State  
State of Washington  
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UBI No: 600 337 134

EXHIBIT A

**Certificates of Merger**

Work Order #: 2017111400004014

Received Date: 11/14/2017

**TRADEMARK** Amount Received: \$90.00