

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM472926

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2007
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Franklin Pump Systems Inc.		12/31/2007	Corporation: ARKANSAS

## RECEIVING PARTY DATA

<b>Name:</b>	Franklin Electric Sales, Inc.
<b>Street Address:</b>	9255 Coverdale Rd
<b>City:</b>	Fort Wayne
<b>State/Country:</b>	INDIANA
<b>Postal Code:</b>	46809
<b>Entity Type:</b>	Corporation: INDIANA

## PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
<b>Registration Number:</b>	2398432	TYPHOON

## CORRESPONDENCE DATA

**Fax Number:** 3172317433  
*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.*

**Phone:** 3172361313  
**Email:** oclavio@btlaw.com  
**Correspondent Name:** Olivia M. Clavio  
**Address Line 1:** 11 South Meridian Street  
**Address Line 4:** Indianapolis, INDIANA 46204-3535

<b>ATTORNEY DOCKET NUMBER:</b>	9327-263864
<b>NAME OF SUBMITTER:</b>	OLIVIA M CLAVIO
<b>SIGNATURE:</b>	/OClavio/
<b>DATE SIGNED:</b>	05/07/2018

## Total Attachments: 4

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source=Franklin Pump to Franklin Elec 9327-263864#page3.tif

OP \$40.00 2398432



2003101600011



**ARTICLES OF MERGER**

State Form 39036 (R7 / 1-03)  
 Approved by State Board of Accounts, 1995

**TODD ROKITA**  
 SECRETARY OF STATE  
 CORPORATIONS DIVISION  
 302 W. Washington Street, Rm. E018  
 Indianapolis, IN 46204  
 Telephone: (317) 232-6576

Indiana Code 23-1-40-1 et. seq.  
 FILING FEE: \$90.00

**INSTRUCTIONS:** Use 8 1/2" x 11" white paper for attachments.  
 Present original and one (1) copy to the address in upper right corner of this form.  
 Please TYPE or PRINT.  
 Please visit our office on the web at [www.sos.in.gov](http://www.sos.in.gov).

**ARTICLES OF MERGER / SHARE EXCHANGE**  
 OF  
 FRANKLIN PUMP SYSTEMS, INC. N/C  
*(hereinafter "the nonsurviving corporation(s)")*

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INTO  
 FRANKLIN ELECTRIC SALES, INC. 2003101600011  
*(hereinafter "the surviving corporation")*

**ARTICLE I - SURVIVING CORPORATION**

**CORPORATION**

The name of the corporation surviving the merger is FRANKLIN ELECTRIC SALES, INC.  
 and such name  has  has not *(designate which)* been changed as a result of the merger.

**CORPORATION**

a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on October 15, 2003.

b. The surviving corporation is a foreign corporation incorporated under the laws of the State of \_\_\_\_\_ and  qualified  not qualified *(designate which)* to do business in Indiana.  
 If the surviving corporation is qualified to do business in Indiana, state the date of qualification: \_\_\_\_\_  
*(If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".)*

**ARTICLE II - NONSURVIVING CORPORATION (S)**

The name, state of incorporation, and date of incorporation or qualification *(if applicable)* respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation <u>FRANKLIN PUMP SYSTEMS, INC.</u>	
State of Domicile <u>ARKANSAS</u>	Date of Incorporation or qualification in Indiana <i>(if applicable)</i> <u>September 1, 2004</u>
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>

**ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE**

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 2)

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on December 21 2007 and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)	Common			
NUMBER OF OUTSTANDING SHARES	1,000			
NUMBER OF VOTES ENTITLED TO BE CAST	1,000			
NUMBER OF VOTES REPRESENTED AT MEETING	1,000			
SHARES VOTED IN FAVOR	1,000			
SHARES VOTED AGAINST	0			

ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2)

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

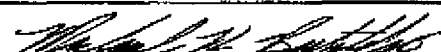
Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on December 21 2007 and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)	Common			
NUMBER OF OUTSTANDING SHARES	100			
NUMBER OF VOTES ENTITLED TO BE CAST	100			
NUMBER OF VOTES REPRESENTED AT MEETING	100			
SHARES VOTED IN FAVOR	100			
SHARES VOTED AGAINST	0			

In Witness Whereof, the undersigned being the Secretary and Treasurer of the surviving corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true, this 21ST day of December, 2007.

Signature 

Printed name  
Michael K. Butchko

**PLAN OF MERGER  
FOR  
FRANKLIN ELECTRIC SALES, INC.  
AND  
FRANKLIN PUMP SYSTEMS, INC.**

1. Parties: The parties to the merger are as follows: FRANKLIN ELECTRIC SALES, INC., an Indiana corporation ("Sales"), and FRANKLIN PUMP SYSTEMS, INC., an Arkansas corporation ("Pump").
2. Survivor: Pump will merge into Sales; the surviving corporation shall be Sales.
3. Terms: At the Effective Date (defined below), and contemporaneously with the merger, Pump will merge with and into Sales, and the separate existence of Pump shall cease ("Merger"). Sales will assume all of the rights, liabilities and obligations of Pump. The proper officers of each corporation will execute all such documents and take such action as may be necessary to effect this Merger between the parties and to transfer all of the property, rights, duties and obligations of Pump to Sales.
4. Share Conversion: At the Effective Date, and contemporaneously with the Merger, each issued and outstanding share of stock of Pump shall be canceled and shall cease to exist and no payment or distribution shall be made with respect thereto as of the Effective Date.
5. Bylaws and Articles of Incorporation: The bylaws of Sales, as in effect immediately prior to the Effective Date, shall be the bylaws of the surviving company until thereafter changed or amended as provided therein. The articles of incorporation of Sales, as in effect immediately prior to the Effective Date, shall be the articles of incorporation of the surviving company until thereafter changed or amended as provided therein or by applicable law.
6. Officers & Directors: As of the Effective Date, the officers and directors of Pump immediately prior to the Effective Date shall be removed, and the officers and directors of Sales immediately prior to the Effective Date shall remain as the officers and directors of the surviving company, and shall be deemed to be elected automatically and without further action on behalf of the surviving, to serve as such until the next annual meeting of the surviving company and until their successors are duly elected and qualified or until their earlier resignation or removal.
7. Effective Date: The Merger shall be effective on December 31, 2007 (the "Effective Date").
8. Amendment and Termination: The Plan of Merger may be amended or terminated and abandoned by the Board of Directors of either party at any time prior to the Effective Date.

[SIGNATURE PAGE FOLLOWS]

**State of Indiana  
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

**FRANKLIN ELECTRIC SALES, INC.**

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

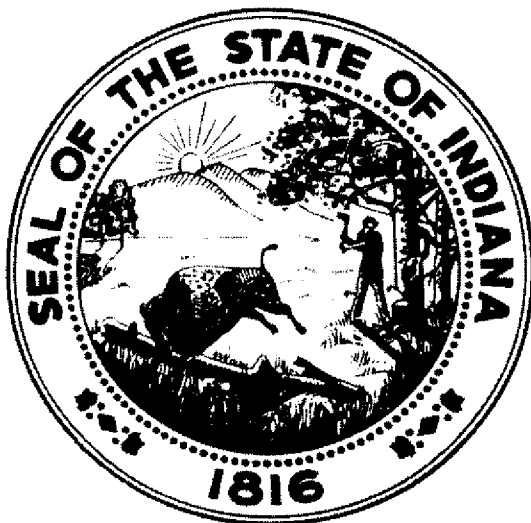
**FRANKLIN PUMP SYSTEMS, INC.**

a(n) Arkansas Non-Qualified Foreign Corporation

merged with and into the surviving entity:

**FRANKLIN ELECTRIC SALES, INC.**

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, December 31, 2007.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 31, 2007.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,  
SECRETARY OF STATE

2003101600011 / 2007123198130