

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM557891

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2020

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WATER-RIGHT INC		12/13/2019	Corporation: WISCONSIN

RECEIVING PARTY DATA

Name:	A. O. Smith Water Treatment (North America), Inc.
Street Address:	1609 Shoal Creek Blvd, Suite 200
City:	Austin
State/Country:	TEXAS
Postal Code:	78701
Entity Type:	Corporation: TEXAS

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Serial Number:	88290845	W.E.T. WATER EFFICIENT TECHNOLOGY
Serial Number:	88290817	CLEAN WATER CENTER
Registration Number:	1155486	SALTKEEPER
Registration Number:	1410373	ULTROWATER
Registration Number:	1473031	WATER RIGHT
Registration Number:	1641008	WATERCARE
Registration Number:	1865716	ELAN
Registration Number:	1904952	CRYSTAL CURRENTS
Registration Number:	3335815	WATER RIGHT THE RIGHT WATER FOR LIFE
Registration Number:	3385955	WATER RIGHT
Registration Number:	3504636	IMPRESSION
Registration Number:	3626303	IRON SOFT PLUS
Registration Number:	3977385	TOTALCARE
Registration Number:	4476260	MAKING WATER GOOD FOR LIFE
Registration Number:	4482565	CUSTOMCARE
Registration Number:	4512507	CLEAR CHOICE WATER GROUP
Registration Number:	4544961	BETTER SCIENCE. BRILLIANT WATER.
Registration Number:	4598847	CLEAR FLO

OP \$640.00 88290845

Property Type	Number	Word Mark
Registration Number:	4598848	CLEAR FLO PLUS
Registration Number:	5249964	WATER RIGHT SERVICES
Registration Number:	5249965	SANITIZER PLUS SERIES
Registration Number:	5301320	MAKING WATER GOOD FOR LIFE
Registration Number:	5301634	EVOLVE
Registration Number:	5588112	WRIPLI
Registration Number:	0815844	WATERCARE

CORRESPONDENCE DATA

Fax Number: 4142770656

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: 4142716560

Email: mkeipdocket@michaelbest.com

Correspondent Name: Michael Best & Friedrich LLP

Address Line 1: 100 E. Wisconsin Avenue, Suite 3300

Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	010121-3328-US01
NAME OF SUBMITTER:	Laura M. Konkel
SIGNATURE:	/Laura M. Konkel/
DATE SIGNED:	01/16/2020

Total Attachments: 5

source=Certificate of Merger- Water-Right Inc. into A. O. Smith Water Treatment (North America) Inc_#page1.tif
source=Certificate of Merger- Water-Right Inc. into A. O. Smith Water Treatment (North America) Inc_#page2.tif
source=Certificate of Merger- Water-Right Inc. into A. O. Smith Water Treatment (North America) Inc_#page3.tif
source=Certificate of Merger- Water-Right Inc. into A. O. Smith Water Treatment (North America) Inc_#page4.tif
source=Certificate of Merger- Water-Right Inc. into A. O. Smith Water Treatment (North America) Inc_#page5.tif



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

WATER-RIGHT INC
Foreign For-Profit Corporation
Wisconsin, USA
[File Number: 801523869]

Into

A. O. Smith Water Treatment (North America), Inc.
Domestic For-Profit Corporation
[File Number: 146038000]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 12/18/2019

Effective: 01/01/2020 12:02 am



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State

Form 622

(Revised 12/15)

Return in duplicate to:

Secretary of State

P.O. Box 13697

Austin, TX 78711-3697

512 463-5555

FAX: 512 463-5709

Filing Fee: see instructions



This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

DEC 18 2019

Corporations Section

Certificate of Merger
Combination Merger
Business Organizations Code

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 1

A. O. Smith Water Treatment (North America), Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX United States The file number, if any, is 146038000
State Country Texas Secretary of State file number

Its principal place of business is 1609 Shoal Creek Blvd, Suite 200 Auston TX
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 2

Water - Right, Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

WI United States The file number, if any, is _____
State Country Texas Secretary of State file number

Its principal place of business is 1900 Prospect Court Appleton WI
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 3

Name of Organization

The organization is a _____ It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is _____

State _____ Country _____

Texas Secretary of State file number _____

Its principal place of business is _____

Address _____

City _____

State _____

- The organization will survive the merger. The organization will not survive the merger.
- The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended _____

Plan of Merger

- The plan of merger is attached.

If the plan of merger is not attached, the following statements must be completed.

Alternative Statements

Instead of providing the plan of merger, each domestic filing entity certifies that:

1. A plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.
2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

Item 3A is the default selection. If the merger effected an amendment to, a restatement of, or an amendment and restatement of the certificate of formation of a surviving filing entity, you must select and complete one of the options shown below. Options 3B and 3C require the submission of the described attachment.

- 3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.
- 3B. No amendments to the certificate of formation of any filing entity are being effected by the merger or by the restated certificate of formation of the surviving filing entity named in the attached restated certificate of formation.
- 3C. The plan of merger effected an amendment and restatement of the certificate of formation of a surviving filing entity. The amendments being made and the name of the surviving entity restating its certificate of formation are set forth in the attached restated certificate of formation containing amendments.
- 3D. The plan of merger effected amendments or changes to the following surviving filing entity's certificate of formation.

Name of filing entity effecting amendments _____

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

Amendment Text Area

[Empty rectangular box for amendment text]

4. Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

Approval of the Plan of Merger

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

[] The approval of the owners or members of _____ Name of domestic entity was not required by the provisions of the BOC.

Effectiveness of Filing (Select either A, B, or C.)

A. [] This document becomes effective when the document is accepted and filed by the secretary of state.

B. [x] This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: 12:02 a.m. on January 1, 2020

C. [] This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Text Area

[Empty rectangular box for text entry]

Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- Instead of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

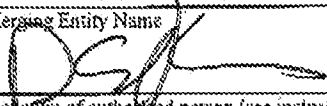
Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

Date: December 13, 2019

A. O. Smith Water Treatment (North America), Inc.

Merging Entity Name

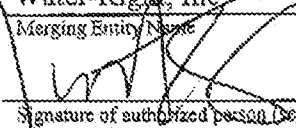

Signature of authorized person (see instructions)

D. Samuel Karge

Printed or typed name of authorized person

Water-Right, Inc

Merging Entity Name


Signature of authorized person (see instructions)

James F. Stern

Printed or typed name of authorized person

Merging Entity Name

Signature of authorized person (see instructions)

Printed or typed name of authorized person