

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2007		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
WICOR Americas Management Inc.		12/20/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	WICOR Americas Inc.		
<b>Street Address:</b>	80 South Main Street		
<b>City:</b>	Hanover		
<b>State/Country:</b>	NEW HAMPSHIRE		
<b>Postal Code:</b>	03755		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2538249	RHYTHM	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(802)862-7512		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	802-863-2375		
Email:	tmip@drm.com		
Correspondent Name:	Lawrence H. Meier		
Address Line 1:	199 Main Street		
Address Line 4:	Burlington, VERMONT 05401		
ATTORNEY DOCKET NUMBER:	00045-00553		
NAME OF SUBMITTER:	Lawrence H. Meier		
Signature:	/lawrence h. meier/		

CH \$40.00 2538249

Date:

05/03/2007

**Total Attachments: 4**

source=WICOR to WICORAmericasInc#page1.tif

source=WICOR to WICORAmericasInc#page2.tif

source=WICOR to WICORAmericasInc#page3.tif

source=WICOR to WICORAmericasInc#page4.tif

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WICOR AMERICAS MANAGEMENT INC.", A DELAWARE CORPORATION, WITH AND INTO "WICOR AMERICAS INC." UNDER THE NAME OF "WICOR AMERICAS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 5:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2007, AT 12 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



0951209 8100M

061177392

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5305804

DATE: 12-22-06

TRADEMARK  
REEL: 003534 FRAME: 0688

**CERTIFICATE OF MERGER**

of

**WICOR AMERICAS MANAGEMENT INC.,**

a Delaware corporation

with and into

**WICOR AMERICAS INC.,**

a Delaware corporation

The undersigned pursuant to section 251 of the Delaware General Corporation Law ("DGCL") do hereby certify as follows:

1. Parties to the Merger. The names and states of organization of the constituent entities of merger are as follows:

A. WICOR Americas Management Inc., a Delaware corporation; and

B. WICOR Americas Inc., a Delaware corporation.

2. Formation and Qualification Dates.

A. WICOR Americas Management Inc. filed its Certificate of Incorporation on March 15, 1983;

B. WICOR Americas Inc. filed its Restated Certificate of Incorporation on December 21, 1987. The Restated Certificate of Incorporation of WICOR Americas Inc. shall be the Restated Certificate of Incorporation of the Surviving Company as of the Effective Date.

3. Plan of Merger. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with section 251 of the DGCL.

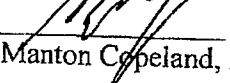
4. Effective Date of Merger. The effective date of the merger is January 1, 2007 at 12:00 a.m.

5. Surviving Entity. WICOR Americas Inc., having a mailing address of 80 South Main Street, P.O. Box 435, Hanover, New Hampshire 03755, is the surviving entity to the merger. The Agreement and Plan of Merger is on file at such address and will be provided to any stockholder of any constituent corporation.

**REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK**

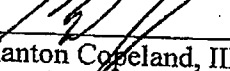
Dated this 20 day of December, 2006.

WICOR AMERICAS MANAGEMENT INC.

By   
Manton Copeland, III

Its: Treasurer

WICOR AMERICAS INC.

By:   
Manton Copeland, III

Its: Chief Financial Officer

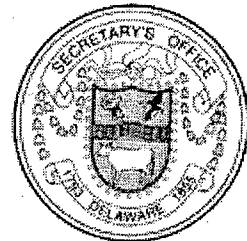
BRT.636072



# State of Delaware

The Official Website for the First State

*The Secretary of State of Delaware issued a certificate for WICOR AMERICAS INC. whose file number is 0951209 on 12/22/2006 under request number 061177392 for authentication number 5305804.*



[Back](#)