

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																
NATURE OF CONVEYANCE:	MERGER																
EFFECTIVE DATE:	12/18/2012																
CONVEYING PARTY DATA																	
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>EXE INTERNATIONAL INC.</td> <td></td> <td>12/17/2012</td> <td>CORPORATION: DELAWARE</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	EXE INTERNATIONAL INC.		12/17/2012	CORPORATION: DELAWARE						
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CORRESPONDENCE DATA																	
<p>Fax Number: 4127419292  <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 4127418400        Email: uspto@ferencelaw.com        Correspondent Name: Ference &amp; Associates LLC        Address Line 1: 409 Broad Street        Address Line 4: Pittsburgh, PENNSYLVANIA 15143</p>																	
ATTORNEY DOCKET NUMBER:	27441.421																
NAME OF SUBMITTER:	Stanley D. Ference III																

Signature:	/Stanley D. Ference III/
Date:	06/19/2013
Total Attachments: 4 source=3#page1.tif source=3#page2.tif source=3#page3.tif source=3#page4.tif	

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**EXE INTERNATIONAL INC.,**  
a Delaware corporation

**WITH AND INTO**

**HACH COMPANY,**  
a Delaware corporation

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Hach Company (the "Corporation"), a corporation incorporated on the 3<sup>rd</sup> day of April, 1968, pursuant to the provisions of the General Corporation Law of the State of Delaware, does hereby certify as follows:

1. That the Corporation is organized and existing under the General Corporation Law of the State of Delaware.
2. That the Corporation owns 100% of the outstanding capital stock of EXE International Inc., a Delaware corporation ("Subsidiary"), incorporated on the 18<sup>th</sup> day of August, 1995, pursuant to the provisions of the General Corporation Law of the State of Delaware.
3. That the Corporation determined to merge Subsidiary into itself (the "Merger") by resolution of its board of directors attached hereto as Exhibit A, duly adopted on the 17<sup>th</sup> day of December, 2012.
4. The Merger shall become effective at 12:00 P.M. (BST) on December 18, 2012.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

**IN WITNESS WHEREOF**, the Corporation has caused this Certificate of Merger to be signed by its duly authorized officer on this 17<sup>th</sup> day of December 2012.

**HACH COMPANY**

By: *Frank T. McFaden*

Name: Frank T. McFaden

Title: Vice President and Treasurer

**TRADEMARK**

**REEL: 005051 FRAME: 0425**

**EXHIBIT A**

Resolutions of the Board of Directors of Hach Company, a Delaware Corporation (the "Corporation"), in accordance with the General Corporation Law of the State of Delaware ("DGCL");

**Merger with EXE International Inc.**

WHEREAS, EXE International Inc., a Delaware corporation ("Subsidiary"), is a wholly-owned subsidiary of the Corporation;

WHEREAS, the Corporation desires to merge Subsidiary with and into the Corporation (the "Merger"); and

WHEREAS, the directors of the Corporation deem it in the Corporation's best interests to merge Subsidiary with and into the Corporation upon the terms and conditions set forth herein;

NOW, THEREFORE, BE IT RESOLVED, that Subsidiary be merged with and into the Corporation, and that all of the property, rights, privileges and powers of Subsidiary be vested in, held and enjoyed by the Corporation without change or diminution as the same were held and enjoyed by Subsidiary.

FURTHER RESOLVED, that upon the effective date of the Merger, the Corporation shall assume any and all assets, obligations and liabilities of Subsidiary pursuant to Section 253 of the DGCL.

FURTHER RESOLVED, that each outstanding share of capital stock of Subsidiary will be canceled and extinguished upon the effectiveness of the Merger, and no consideration shall be issued in exchange therefor.

FURTHER RESOLVED, that the officers of the Corporation be and hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolution to merge Subsidiary with and into the Corporation and assume Subsidiary's assets, liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of the State of Delaware.

FURTHER RESOLVED, that the Merger shall become effective at 12:00 P.M. (EST) on December 18, 2012.

FURTHER RESOLVED, that the Certificate of Ownership and Merger in the form attached hereto as Exhibit A be and hereby is approved and adopted in all respects.

FURTHER RESOLVED, that upon the effective time of the Merger, the Amended and Restated Certificate of Incorporation of the Corporation (the "Certificate of Incorporation") in effect immediately prior to the effectiveness of the Merger shall continue to be the Certificate of Incorporation of the Corporation.

FURTHER RESOLVED, that upon the effective time of the Merger, the directors and officers of the Corporation, as constituted immediately prior to the effectiveness of the Merger, shall continue to be the directors and officers of the Corporation.

**FURTHER RESOLVED**, that each stock certificate evidencing the ownership of each share of capital stock of the Corporation issued and outstanding immediately prior to the effective time of the merger shall continue to evidence ownership of the shares of the Corporation.

**FURTHER RESOLVED**, that the officers of the Corporation be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Corporation, to make all such arrangements, execute all such documents, certificates, and agreements, to do and perform all such acts and things in order to effectuate fully the purpose of the Merger, and that any and all actions heretofore and hereafter to accomplish such purpose be, and they hereby are, approved, ratified, and confirmed.