

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM397027

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pentair Valves & Controls, Inc.		12/22/2014	Corporation: TEXAS

## RECEIVING PARTY DATA

<b>Name:</b>	Pentair Valves & Controls, LLC
<b>Street Address:</b>	10707 Clay Road
<b>City:</b>	Houston
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	77041
<b>Entity Type:</b>	Limited Liability Company: TEXAS

## PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Serial Number:	71011820	HANCOCK
Serial Number:	71623229	WELBOND
Serial Number:	72017048	COLOR-PORT
Serial Number:	72301392	UNIT-TANDEM
Serial Number:	72308858	HY-DROP
Serial Number:	72325912	TURBO-CASCADE
Serial Number:	72373423	KV
Serial Number:	72405027	AG
Serial Number:	73215210	ARC
Serial Number:	73279726	UNIBODY
Serial Number:	73512800	K-LOK
Serial Number:	73567737	AGCO
Serial Number:	73773606	KUNKLE
Serial Number:	73801637	KEYSTONE
Serial Number:	74022510	K-SWITCH
Serial Number:	74033363	ACCU-MOUNT
Serial Number:	74050540	ISO-DOME
Serial Number:	74446182	QTG

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Property Type	Number	Word Mark
Serial Number:	74531343	K-BLOCK
Serial Number:	74652591	VALVTRON
Serial Number:	75421277	TRAPMASTER
Serial Number:	76215084	SAFETYSIZE
Serial Number:	77214144	XR
Serial Number:	77700903	BELLUCCI
Serial Number:	77747203	PRESSURE MANAGEMENT CENTER
Serial Number:	77827374	ANDERSON GREENWOOD
Serial Number:	77969255	ANDERSON GREENWOOD
Serial Number:	77969297	ANDERSON GREENWOOD
Serial Number:	78744346	MULTIVIEW
Serial Number:	78806418	YARWAY
Serial Number:	85155201	GULF
Serial Number:	85217625	EDGE
Serial Number:	85257329	TECSMART
Serial Number:	85397603	KUNKLE
Serial Number:	85431605	ANDERSON GREENWOOD CROSBY
Serial Number:	85533464	AVID
Serial Number:	85868039	TEMPLOW
Serial Number:	86297300	GULF
Serial Number:	86669493	KUNKLE

**CORRESPONDENCE DATA**

**Fax Number:** 4149788675

*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:** 414 277 5675

**Email:** marta.levine@quarles.com

**Correspondent Name:** Marta S. Levine

**Address Line 1:** Quarles & Brady LLP

**Address Line 2:** 411 East Wisconsin Avenue

**Address Line 4:** Milwaukee, WISCONSIN 53202

**NAME OF SUBMITTER:** Marta S. Levine

**SIGNATURE:** /MartaLevine/

**DATE SIGNED:** 08/31/2016

**Total Attachments: 8**

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## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Pentair Valves & Controls, Inc.  
Filing Number: 45922300

Certificate of Conversion

December 30, 2014

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 12, 2016.



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos H. Cascos  
Secretary of State

CERTIFICATE OF CONVERSION  
OF  
PENTAIR VALVES & CONTROLS, INC.  
(A Texas corporation)

INTO

PENTAIR VALVES & CONTROLS, LLC  
(A Texas limited liability company)

FILED  
In the Office of the  
Secretary of State of Texas  
DEC 30 2014  
Corporations Section

Pursuant to the provisions of Sections 10.101 and 10.154 of the Texas Business Organizations Code ("*Texas BOC*"), the undersigned Texas corporation, Pentair Valves & Controls, Inc. (the "*Converting Entity*"), adopts this Certificate of Conversion for the purpose of converting into Pentair Valves & Controls, LLC, a Texas limited liability company (the "*Converted Entity*"), and hereby certifies as follows:

**FIRST:** The name, state of incorporation and organizational form of the Converting Entity are as follows:

Name	State of Incorporation	Organizational Form
Pentair Valves & Controls, Inc.	Texas	Corporation

**SECOND:** The name, state of incorporation and organizational form of the Converted Entity are as follows:

Name	State of Incorporation	Organizational Form
Pentair Valves & Controls, LLC	Texas	Limited liability company

**THIRD:** A Plan of Conversion (the "*Plan*") has been approved by the sole shareholder of the Converting Entity as required by the Texas BOC and the governing documents of the Converting Entity.

**FOURTH:** A copy of the executed Plan is on file at the principal place of business of the Converting Entity. The address of the principal place of business of the Converting Entity is 10707 Clay Road, Suite 200, Houston, Texas 77041. An executed Plan will be on file, from and after the conversion, at the principal place of business of the Converted Entity. The address of the principal place of business of the Converted Entity will be 10707 Clay Road, Suite 200, Houston, Texas 77041.

**FIFTH:** A copy of the Plan will be furnished by the Converting Entity (prior to the conversion) or by the Converted Entity (after the conversion), on written request and without cost, to any shareholder of the Converting Entity or any member of the Converted Entity.

**SIXTH:** The Converted Entity is a Texas limited liability company, and its Certificate of Formation is attached to this Certificate of Conversion as Exhibit A hereto.

**SEVENTH:** The Converted Entity will be responsible for the payment of all fees and franchise taxes which may be owed by the Converting Entity, and the Converted Entity will be obligated to pay such fees and franchise taxes if the same are not timely filed.

RECEIVED

DEC 30 2014

1

Secretary of State


TRADEMARK  
REEL: 005868 FRAME: 0531

**EIGHTH:** This Certificate of Conversion becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is December 31, 2014.

*Signature Page Follows*

EXECUTED this 22nd day of December, 2014.

PENTAIR VALVES & CONTROLS, INC.  
A Texas corporation

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

Name: Jason Stokes

Title: Secretary

*Signature Page Certificate of Conversion*

**TRADEMARK**  
**REEL: 005868 FRAME: 0533**

**EXHIBIT A**

**CERTIFICATE OF FORMATION**

*Signature Page Certificate of Conversion*



FILED  
In the Office of the  
Secretary of State of Texas  
DEC 30 2014  
Corporations Section

CERTIFICATE OF FORMATION  
OF  
PENTAIR VALVES & CONTROLS, LLC

THE UNDERSIGNED, acting as the organizer of a limited liability company under and in accordance with the Texas Business Organizations Code (the "*TBOC*"), hereby adopts the following Certificate of Formation (this "*Certificate*").

ARTICLE ONE  
ENTITY NAME AND TYPE

The name of the entity is Pentair Valves & Controls, LLC (the "*Limited Liability Company*"). The entity is a limited liability company.

ARTICLE TWO  
REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent is an individual residing in the State of Texas whose name and business address are set forth below:

<u>NAME</u>	<u>ADDRESS</u>
Corporation Service Company d/b/a CSC Lawyers Incorporating Service Company	211 East 7th Street, Suite 620 Austin, TX 78701

ARTICLE THREE  
GOVERNING AUTHORITY

The Limited Liability Company will initially have three managers. The name and address of the initial managers are as set forth below:

<u>NAME</u>	<u>ADDRESS</u>
Chris Stevens	10707 Clay Road, Suite 200 Houston, Texas 77041
Angela Lageson	10707 Clay Road, Suite 200 Houston, Texas 77041
Michael Meyer	10707 Clay Road, Suite 200 Houston, Texas 77041

ARTICLE FOUR  
PURPOSE

The purpose for which the Limited Liability Company is organized is the transaction of any or all lawful business for which a limited liability company may be organized under the TBOC.

ARTICLE FIVE  
INDEMNIFICATION

TRADEMARK  
REEL: 005868 FRAME: 0535

The Limited Liability Company shall, to the fullest extent permitted by applicable law, indemnify and hold harmless any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including, without limitation, an action by or in the right of the Limited Liability Company, or by any member) by reason of the fact that he or she is or was a manager of the Limited Liability Company or is or was serving at the request of the Limited Liability Company as a manager or officer, by virtue of acts performed by such person or omitted to be performed by such person, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or it in connection with such action, suit or proceeding, and the Limited Liability Company shall reimburse each such person for any legal or other expenses reasonably incurred by such person in connection with investigating, defending or preparing to defend against any such action, suit or proceeding; provided, however, that the Limited Liability Company shall not be liable to any such person to the extent that in the final judgment of a court of competent jurisdiction such claim is found to arise from such person's breach of his fiduciary duties, and his breach of those duties involved intentional misconduct, fraud or a knowing violation of law. The right to indemnification under this Article Five shall be a contract right and shall not be deemed exclusive of any other right to which those seeking indemnification may be entitled under any agreement of the Limited Liability Company or any law, agreement, vote of members or disinterested managers or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office.

#### **ARTICLE SIX CONVERSION**

The Limited Liability Company is being formed pursuant to a plan of conversion. The converting entity is a corporation that was formed in Texas on January 2, 1979, and the name and address of the converted entity is:

Pentair Valves & Controls, Inc.  
5500 Wayzata Blvd, Suite 800  
Golden Valley, MN 55416-1261

#### **ARTICLE SEVEN ORGANIZER**

The name and address of the organizer is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jason Stokes	10707 Clay Road, Suite 200 Houston, Texas 77041

#### **EFFECTIVENESS OF FILING**

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 December 31, 2014.

*(Signature on the following page.)*

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Formation to be duly executed on the 22nd day of December, 2014.

ORGANIZER:

  
\_\_\_\_\_  
Jason Stokes

*SIGNATURE PAGE TO  
CERTIFICATE OF FORMATION OF PENTAIR VALVES & CONTROLS, LLC*