

Form PTO-1595 (Rev. 05/05)
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. Department of COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patents and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

ZODIAC POOL CARE, INC.

Additional name of conveying party(ies) attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies)

Name: POLARIS POOL SYSTEMS, INC.

Internal Address: _____

Street Address: 2620 Commerce Way

City: Vista

State: California

Country: USA Zip: 92081

Additional Name(s) & address(es) attached? ☐ Yes ☒ No

3. Nature of conveyance:

Execution Date(s) September 1, 2006

- ☐ Assignment ☒ Merger
- ☐ Security Agreement ☐ Change of Name
- ☐ Government Interest Assignment
- ☐ Executive Order 9424, Confirmatory License
- ☐ Other _____

4. Application number(s) or patent number(s):

A. Patent Application No.(s)

see Schedule A attached

☐ This document is being filed together with a new application.

B. Patent No.(s)

see Schedule A attached

Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning this document should be mailed:

Name: John S. Pratt, Esq.

Internal Address: Kilpatrick Stockton LLP

Suite 2800

Street Address: 1100 Peachtree Street

City: Atlanta

State: Georgia Zip: 30309-4530

Phone Number: 404.815.6500

Fax Number: 404 541 3375

Email Address: _____

6. Total number of applications and patents involved: 34

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 1360.00

- ☒ Authorized to be charged by credit card
- ☐ Authorized to be charged to deposit account
- ☐ Enclosed
- ☐ None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers 2008
Expiration Date 08/2010

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

Dean W. Russell, Reg. No. 33,452

Name of Person Signing

Date

11 APRIL 2007

Total number of pages including cover sheet, attachments, and documents

08

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

SCHEDULE A		
U.S. Patent Number	Issue Date	Attorney Reference Number
4761848	08/09/1988	Z0030/064477
4807318	02/28/1989	Z0030/064478
4949419	08/21/1990	Z0030/064480
D343035	01/04/1994	Z0030/064486
D343034	01/04/1994	Z0030/064485
4982754	01/08/1991	Z0030/064483
D346888	05/10/1994	Z0030/067221
5014382	05/14/1991	Z0030/064482
5269913	12/14/1993	Z0030/067656
5315728	05/31/1994	Z0030/068484
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5450645	09/19/1995	Z0030/080966
5433985	07/18/1995	Z0030/079278
5546982	08/20/1996	Z0030/085120
5775741	07/07/1998	Z0030/084747
5720068	02/24/1998	Z0030/082422
5930856	08/03/1999	Z0030/098009
6049933	04/18/2000	Z0030/098008
5882512	03/16/1999	14077/170821
D430960	09/12/2000	Z0030/184287
5226205	07/13/1993	Z0030/071407
6122794	09/26/2000	Z0030/186084
6601255	08/05/2003	Z0030/248664
7039980	05/09/2006	Z0030/283288
6484743	11/26/2002	Z0030/254795
6851446	02/08/2005	Z0030/280340
6979400	12/27/2005	Z0030/282820
Serial Number	Filing Date	Attorney Reference Number
10/450064	01/30/2004	Z0030/286675
10/483371	06/10/2004	Z0030/296247
10/490221	08/13/2004	Z0030/298770
60/761479	01/24/2006	Z0030/324867
11/368080	03/03/2006	Z0030/326739

Delaware

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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 AGREEMENT OF MERGER, WHICH MERGES:

"ZODIAC POOL CARE, INC.", A FLORIDA CORPORATION,

WITH AND INTO "POLARIS POOL SYSTEMS, INC." UNDER THE NAME OF "POLARIS POOL SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 2006, AT 4:08 O'CLOCK P.M.

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



2430681 8100M

060817655

A handwritten signature in cursive script that reads "Harriet Smith Windsor".

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5017722

DATE: 09-05-06

PATENT
REEL: 019147 FRAME: 0188

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:07 PM 09/01/2006
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SRV 060817655 - 2430681 FILE

**STATE OF DELAWARE
FOREIGN INTO DELAWARE
AGREEMENT OF MERGER**

Now on this 1st day of September, 2006 A.D., Polaris Pool Systems, Inc., a Delaware corporation, and Zodiac Pool Care, Inc., a Florida corporation, pursuant to Section 252 of the General Corporation Law of the State of Delaware, have entered into the following Agreement of Merger;

WITNESSETH that:

WHEREAS, the respective Boards of Directors of the foregoing named corporations deem it advisable that the corporations merge into a single corporation as hereinafter specified; and

WHEREAS, said Polaris Pool Systems, Inc. filed its Certificate of Incorporation in the office of the Secretary of State of the State of Delaware on August 29, 1994; and

WHEREAS, said Zodiac Pool Care, Inc. filed its Certificate of Incorporation in the office of the Secretary of State of the State of Florida on June 19, 1990;

NOW, THEREFORE, the corporations, parties to this Agreement, by and between their respective Boards of Directors, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of said merger and of carrying the same into effect as follows:

FIRST: Polaris Pool Systems, Inc. hereby merges into itself Zodiac Pool Care, Inc. and said Zodiac Pool Care, Inc. shall be and hereby is merged into Polaris Pool Systems, Inc. which shall be the surviving corporation.

SECOND: The Certificate of Incorporation of Polaris Pool Systems, Inc. as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

THIRD: The manner of converting the outstanding shares of each of the constituent corporations shall be as follows: Each share of common stock of the merged corporation which shall be outstanding on the effective date of this Agreement, all rights in respect thereto shall forthwith be sold by Zodiac of North America, Inc., the sole shareholder of both the merged corporation and the surviving corporation, to the surviving corporation for the sum of ten dollars and no cents (\$10.00), and such shares shall be terminated and cancelled.

FOURTH: This merger shall become effective on the 1st day of September, 2006.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to authority duly given by their respective Boards of Directors, have caused this Agreement of Merger to be executed by an authorized officer of each party hereto.

POLARIS POOL SYSTEMS, INC.

By: 

Name: Karen Thielscher

Title: President

ZODIAC POOL CARE, INC.

By: 

Name: Karen Thielscher

Title: President

I, Richard Cicchillo, Secretary of Polaris Pool Systems, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary of the said corporation, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of said corporation by an authorized officer of Polaris Pool Systems, Inc., a corporation of the State of Delaware, was duly authorized by the stockholders of said Polaris Pool Systems, Inc. pursuant to unanimous written consent, in lieu of a special meeting of said stockholders, said Agreement of Merger, and that thereby the Agreement of Merger was duly adopted as the act of the stockholders of said Polaris Pool Systems, Inc., and the duly adopted agreement of said corporation.

WITNESS my hand on behalf of said Polaris Pool Systems, Inc. on this 1st day of September, 2006

By: 
Secretary

Name: Richard Cicchillo

I, Dale Seidman, Secretary of Zodiac Pool Care, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary of the said corporation, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of said corporation by an authorized officer of Zodiac Pool Care, Inc., a corporation of the State of Delaware, was duly authorized by the stockholders of said Zodiac Pool Care, Inc. pursuant to unanimous written consent, in lieu of a special meeting of said stockholders, and that thereby the Agreement of Merger was duly adopted as the act of the stockholders of said Zodiac Pool Care, Inc., and the duly adopted agreement of said corporation.

WITNESS my hand on behalf of said Zodiac Pool Care, Inc. on this 28 day of August, 2006.

By 
Secretary

Name: Dale Seidman