

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/1997

**CONVEYING PARTY DATA**

Name	Execution Date
Sterling Plumbing Group, Inc.	12/22/1997

**RECEIVING PARTY DATA**

Name:	Kohler Co.
Street Address:	444 Highland Drive
City:	Kohler
State/Country:	WISCONSIN
Postal Code:	53044

**PROPERTY NUMBERS Total: 13**

Property Type	Number
Patent Number:	5908064
Patent Number:	5575022
Patent Number:	5839228
Patent Number:	5079872
Patent Number:	4998304
Patent Number:	5732734
Patent Number:	5417272
Patent Number:	5218726
Patent Number:	5465749
Patent Number:	4887394
Patent Number:	D397425
Patent Number:	D413654
Patent Number:	D385015

**OP \$520.00 5908064**

**CORRESPONDENCE DATA**

Fax Number: (414)297-4900  
Phone: 414-297-5740  
Email: MilwaukeeIPDocketing@foley.com, dlawson@foley.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Marcus W. Sprow  
Address Line 1: 777 E Wisconsin Avenue  
Address Line 2: Foley & Lardner LLP  
Address Line 4: Milwaukee, WISCONSIN 53202-5306

ATTORNEY DOCKET NUMBER:	046149-0100
-------------------------	-------------

NAME OF SUBMITTER:	Marcus W. Sprow
--------------------	-----------------

Total Attachments: 2 source=Sterling_Merger_into_Kohler#page1.tif source=Sterling_Merger_into_Kohler#page2.tif
--

ARTICLES OF MERGER

Domestic Stock (For Profit) Corporation  
with  
Foreign (Licensed or Nonlicensed) Corporation

These Articles of Merger are executed by the undersigned pursuant to Sections 180.1105 and 180.1107 of the Wisconsin Business Corporation Law:

I. The name(s) and respective state(s) of incorporation of the merging (non-surviving) corporation(s) is/are:

STERLING PLUMBING GROUP, INC. A Delaware corporation, (nonlicensed in Wisconsin).

II. The name (prior to any change effected by the merger) and state of incorporation of the surviving corporation is:

~~STERLING PLUMBING GROUP, INC. a Delaware corporation, (nonlicensed in Wisconsin).~~

III. The adopted Plan of Merger (the "Plan") is attached as Exhibit A.

KOHLER CO., a Wisconsin corporation.

IV. The Plan was approved by each foreign corporation that is a party to the merger, in accordance with the laws of the state under which it was incorporated.

V. The Plan was approved by each domestic corporation that is a party to the merger in accordance with ~~(s.180.1103)~~ OR (s.180.1104), Wis. Stat. (Delete one.)

VI. (Optional) These Articles of Merger, when filed, shall be effective: ~~(at the time and date set by sec. 180.0123(1), Wis. Stat.)~~ OR (as of 12/31/1997.) (Delete one.)

Executed by the surviving corporation on behalf of all parties to the merger on this 22<sup>ND</sup> day of December, 1997.

(SEAL)

KOHLER CO.

By: William J. Drew  
William J. Drew, Corporate Secretary  
(Name and Title)

This document drafted by: William J. Drew

SEE REVERSE SIDE FOR FEES AND INSTRUCTIONS

STATE OF WISCONSIN  
FILED

DEC 29 1997

PATENT

REEL: 027354 FRAME: 0017

Form 61a  
Domestic and Foreign Corporation Merger  
Plan of Merger (Guideline)

EXHIBIT A  
PLAN OF MERGER

I. Name the merging (non-surviving) corporation(s):

Sterling Plumbing Group, Inc.

II. Name the surviving corporation (before any amendment):

Kohler Co.

III. State the terms and conditions of the merger:

Effective at the close of business on December 31, 1997, Sterling Plumbing Group, Inc. shall merge into Kohler Co., its sole shareholder in a subsidiary into parent merger under Wisconsin and Delaware Law.

IV. State the manner and basis of converting the shares of each nonsurviving corporation (i) into shares, obligations or other securities of the surviving (or any other) corporation; or (ii) into cash or other property, in whole or part:

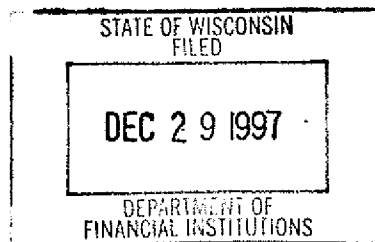
All assets of Sterling Plumbing Group, Inc. shall be transferred to Kohler Co. by operation of law in said merger, which transfer shall be a distribution in complete redemption of and cancellation of the stock of Sterling, constituting a subsidiary liquidation under Sec. 332 of the Internal Revenue Code.

V. State any amendments to the surviving corporation's articles of incorporation (See Item 2 of instructions):

None

VI. State any other provisions:

None



PATENT