

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Certificate of Conversion	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DESA International, Inc.		12/10/2002	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	DESA International LLC		
Street Address:	2701 Industrial Drive		
City:	Bowling Green		
State/Country:	KENTUCKY		
Postal Code:	33131		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2749013	POWER HAMMER	
CORRESPONDENCE DATA			
Fax Number:	(502)561-0442		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	502-584-1135		
Email:	jgregory@midtreut.com		
Correspondent Name:	Julie Ann Gregory		
Address Line 1:	2500 Brown & Williamson Tower		
Address Line 4:	Louisville, KENTUCKY 40202		
NAME OF SUBMITTER:	Julie Ann Gregory		
Signature:	/Julie Ann Gregory/		
Date:	08/26/2009		
Total Attachments: 2 source=Cert of Conversion DESA Int, Inc to DESA Int LLC 12-10-2002#page1.tif			

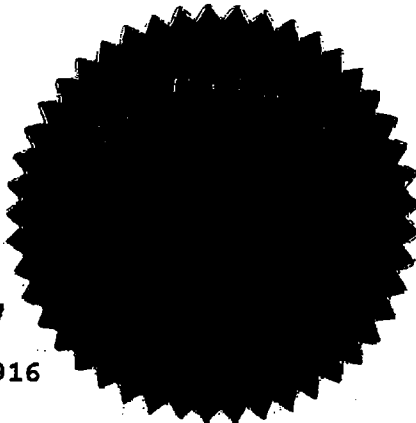
OP \$40.00 2749013

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "DESA INTERNATIONAL, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "DESA INTERNATIONAL, INC." TO "DESA INTERNATIONAL LLC", FILED IN THIS OFFICE ON THE TENTH DAY OF DECEMBER, A.D. 2002, AT 3 O'CLOCK P.M.



2179597

030332916

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2430211

DATE: 05-21-03

TRADEMARK
REEL: 004052 FRAME: 0536

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266 OF
THE DELAWARE GENERAL CORPORATE LAW**

To the Secretary of State
State of Delaware

Stephen L. Clanton, being the Senior Vice President and Chief Financial Officer of DESA International, Inc., a Delaware corporation (the "Corporation"), for the purpose of converting the Corporation to a limited liability company (hereinafter called the "Company"), under the provisions and subject to the requirements of Section 18-214 of the Delaware Limited Liability Company Act, hereby certifies that:

First: The name of the Corporation under which it was originally incorporated was DESA Holding Corp.

Second: The Corporation was formed November 30, 1988, under the laws of the State of Delaware.

Third: The name of the Corporation immediately prior to the filing of the certificate of conversion is DESA International, Inc.

Fourth: The name of the limited liability company as set forth in its certificate of formation filed in accordance with Section 18-214(b) of the Delaware Limited Liability Company Act is DESA International LLC.

Fifth: The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporate Law.

/S/ STEPHEN L. CLANTON
STEPHEN L. CLANTON,
Senior Vice President and Chief Financial
Officer