

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM390488

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Goulds Pumps, Incorporated		12/23/2015	Corporation:
RECEIVING PARTY DATA			
Name:	Goulds Pumps, LLC		
Street Address:	240 Falls Street		
City:	Seneca Falls		
State/Country:	NEW YORK		
Postal Code:	13148		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	0548151	GOULDS	
Registration Number:	2262827	GOULDS	
Registration Number:	2430637	GOULDS	
Registration Number:	2244728	GOULDS PUMPS	
Registration Number:	2542040	GP	
Registration Number:	0744751	GP	
Registration Number:	2484136	GP	
Registration Number:	1930240	PRISM	
Registration Number:	2128672	PRO SERVICE CENTER	
CORRESPONDENCE DATA			
Fax Number:	6104070701		
<i>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.</i>			
Phone:	6104070700		
Email:	tmde@ratnerprestia.com		
Correspondent Name:	RatnerPrestia		
Address Line 1:	P.O. Box 980		
Address Line 4:	Valley Forge, PENNSYLVANIA 19482		
NAME OF SUBMITTER:	Rex A. Donnelly		

OP \$240.00 0548151

SIGNATURE:	/RexADonnelly/
DATE SIGNED:	07/06/2016
Total Attachments: 7 source=Goulds LLC Conversion#page1.tif source=Goulds LLC Conversion#page2.tif source=Goulds LLC Conversion#page3.tif source=Goulds LLC Conversion#page4.tif source=Goulds LLC Conversion#page5.tif source=Goulds LLC Conversion#page6.tif source=Goulds LLC Conversion#page7.tif	

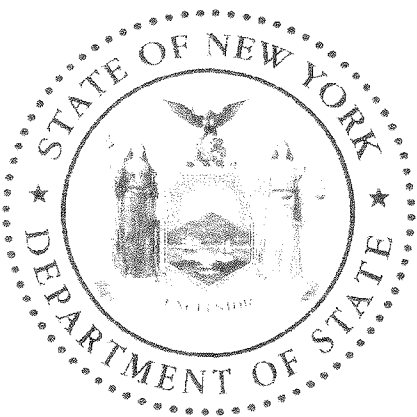
Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America
This public document
2. has been signed by **Timothy C. Idoni**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the **county of Westchester**

Certified

5. at New York City, New York
6. the 7th day of April 2016
7. by Special Deputy Secretary of State, State of New York
8. No. NYC-564288
9. Seal/Stamp
10. Signature



Whitney A. Clark

Whitney A. Clark
Special Deputy Secretary of State

GOULDS PUMPS, LLC
(f/k/a Gould Pumps, Incorporated)

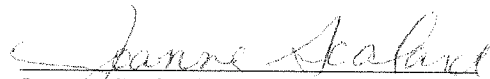
SECRETARY'S CERTIFICATE

I, Joanne Scalard, Vice President, General Counsel and Secretary of Goulds Pumps, LLC, (f/k/a Goulds Pumps, Incorporated) a Delaware limited liability company (the "Company"), DO HEREBY CERTIFY that I am the duly elected and qualified Corporate Secretary and keeper of the records and corporate seal and that therefore, I am able to confirm that:

ITT Corporation, an Indiana corporation, ("ITT") is a publicly traded corporation that is traded on the New York Stock Exchange and is the ultimate parent of the Company.

The attached Exhibit A is a true and correct copy of the Certificate of Conversion.

IN WITNESS WHEREOF, I have executed this Certificate as of the 24th day of April 2016 and affixed the corporate seal of the Company hereto.



Joanne Scalard
Vice President, General Counsel & S

STATE OF NEW YORK
COUNTY OF WESTCHESTER

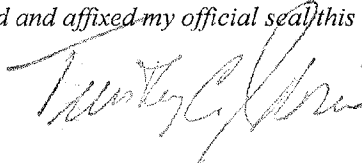
ss.:

I, **Timothy C. Idoni**, Clerk of the County of Westchester and Clerk of the Supreme Court and County Court in and for said County, the same being courts of record having a seal, DO HEREBY CERTIFY, That **TARA SOLANKI** whose name is subscribed to the deposition, certificate of acknowledgement or proof of the annexed instrument, was at the time taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such in Westchester County and throughout said State; that pursuant to law a commission, or a certificate of official character, and an autograph signature of said NOTARY PUBLIC, have been filed in my office; that said NOTARY PUBLIC was duly authorized by the laws of the State of New York to administer oaths and affirmations, to certify the acknowledgements or proof of deeds and other written instruments for lands, tenements and hereditaments to be read in evidence or recorded in said State, to protest notes and to take and certify depositions; and that I am well acquainted with the handwriting of such NOTARY PUBLIC, or having compared the signature of said Notary Public on the annexed instrument with such Notary Public's autograph signature deposited in my office, and believe that the signature on the annexed instrument is genuine.

No notary seal required by the laws of the State of New York

In Witness Whereof, I have hereunto set my hand and affixed my official seal this

6TH Day of APRIL 20 16



County Clerk and Clerk of the Supreme Court and County Court, Westchester, N.Y.

GOULDS PUMPS, LLC
(f/k/a Gould Pumps, Incorporated)

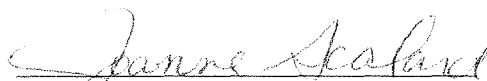
SECRETARY'S CERTIFICATE

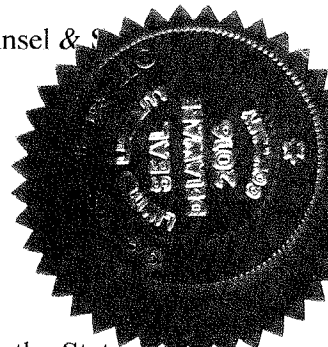
I, Joanne Scalard, Vice President, General Counsel and Secretary of Goulds Pumps, LLC, (f/k/a Goulds Pumps, Incorporated) a Delaware limited liability company (the "Company"), DO HEREBY CERTIFY that I am the duly elected and qualified Corporate Secretary and keeper of the records and corporate seal and that therefore, I am able to confirm that:

ITT Corporation, an Indiana corporation, ("ITT") is a publicly traded corporation that is traded on the New York Stock Exchange and is the ultimate parent of the Company.

The attached Exhibit A is a true and correct copy of the Certificate of Conversion.

IN WITNESS WHEREOF, I have executed this Certificate as of the 4th day of April 2016 and affixed the corporate seal of the Company hereto.


Joanne Scalard
Vice President, General Counsel & Secretary



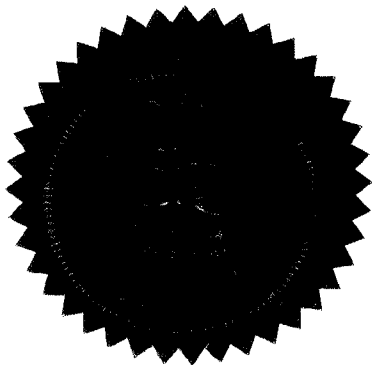
STATE OF NEW YORK)

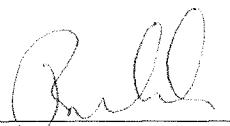
:ss.:

COUNTY OF WESTCHESTER)

On this 4th day of April 2016, before me, the undersigned notary public for the State of New York, personally appeared Joanne Scalard, to me known to be the individual whose name is subscribed on the foregoing instrument, and acknowledged that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first written above.




Tara Solanki - Notary Public

TARA SOLANKI
Notary Public, State of New York
No. 01SO6258621
Qualified in Westchester County
Commission Expires March 26, 2020

Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America

This public document:


2. has been signed by Jeffrey W. Bullock
3. acting in the capacity of Secretary Of State Of Delaware
4. bears the seal/stamp of Office Of Secretary Of State

Certified

5. at Dover, Delaware
6. thirty-first day of March, A.D. 2016
7. by Secretary of State, Delaware Department of State
8. No.202073277
9. Seal/Stamp:



10. Signature:


Jeffrey W. Bullock, Secretary of State

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, 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 "GOULDS PUMPS, INCORPORATED" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GOULDS PUMPS, INCORPORATED" TO "GOULDS PUMPS LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2015, AT 4:52 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2016.




Jeffrey W. Bullock, Secretary of State

8100V
SR# 20161995718
You may verify this certificate online at

Authentication: 202073276
Date: 03-31-16

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
OF
GOULDS PUMPS, INCORPORATED**

*Pursuant to Section 18-214 of the
Delaware Limited Liability Company Act*

GOULDS PUMPS, INCORPORATED, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The Corporation was first formed in the State of Delaware on March 5, 1984, and has remained a Delaware corporation since its incorporation.
2. The name of the Corporation immediately prior to filing this Certificate of Conversion is Goulds Pumps, Incorporated.
3. The name of the limited liability company as set forth in the Certificate of Formation filed in accordance with Section 18-214(b) of the Act is Goulds Pumps LLC.
4. This Certificate of Conversion shall become effective on January 1, 2016.

[Signature page follows.]

3623041-v1V

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:52 PM 12/23/2015
FILED 04:52 PM 12/23/2015
SR 20151521306 - File Number 2029660

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion from a Corporation to a Limited Liability Company of Goulds Pumps, Incorporated on December 23, 2015.

GOULDS PUMPS, INCORPORATED

By: *Lori B. Marino*
Name: Lori B. Marino
Title: Vice President and Assistant Secretary

1A.8 - Certificate of Conversion of Goulds Pumps, Inc.