

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Governor and Company of the Bank of Ireland		03/19/2009	Collateral Agent: IRELAND

RECEIVING PARTY DATA

Name:	Design Investors WW Acquisition Company, LLC
Street Address:	61 Wilton Road
City:	Westport
State/Country:	CONNECTICUT
Postal Code:	06880
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2920516	AMÉLIE
Registration Number:	2886150	ARCADIA
Registration Number:	2881238	ARCHITECTONICS
Registration Number:	2947930	CAMPUS
Registration Number:	2923172	CITRINE
Registration Number:	2137138	COTTAGE
Registration Number:	2930259	EASTON
Registration Number:	1808477	ECHO
Registration Number:	2923173	ETESIAN
Registration Number:	1449508	ETOILE
Registration Number:	2920483	MEDOC
Registration Number:	2930260	METRIX
Registration Number:	2142420	NORFOLK
Registration Number:	2881270	SAVOY

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Registration Number:	2574814	WATERWORKS
Registration Number:	2219845	WATERWORKS
Registration Number:	1122575	WATERWORKS
Serial Number:	76551060	ELSA
Serial Number:	78582532	WATERWORKS

CORRESPONDENCE DATA

Fax Number: (212)354-8113

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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Email: trademarkdocket@whitecase.com

Correspondent Name: White & Case LLP

Address Line 1: 1155 Avenue of the Americas

Address Line 2: Attn.: Trademark Department

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1179321-0009
NAME OF SUBMITTER:	Matthew Bart
Signature:	/Matthew Bart/
Date:	03/20/2009

Total Attachments: 5

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ASSIGNMENT OF SECURITY INTEREST

THIS ASSIGNMENT OF SECURITY INTEREST (this "Assignment") dated as of March 19, 2009 is entered into by and between The Governor and Company of the Bank of Ireland, as Collateral Agent ("Assignor") and Design Investors WW Acquisition Company, LLC, a Delaware limited liability company with principal offices at 61 Wilton Road, Westport, CT 06880 ("Assignee").

WHEREAS, Waterworks Holding Corp., a Delaware corporation ("Holdings"), Waterworks Inc., a Delaware corporation (the "Borrower"), the lenders party thereto (the "Lenders"), and The Governor and Company of the Bank of Ireland, as Administrative Agent have entered into a Credit Agreement, dated as of December 20, 2005 (as amended, amended and restated, waived, supplemented or otherwise modified from time to time, the "Credit Agreement"; defined terms in the Credit Agreement have the same meanings where used herein, unless otherwise defined).

WHEREAS, Holdings, the Borrower, certain subsidiaries of the Borrower and Assignor entered into a Guaranty and Collateral Agreement, dated December 20, 2005, pursuant to which the Borrower granted to Assignor a security interest (the "Security Interest") in various intellectual property set forth in the attached Schedule A (the "Intellectual Property");

WHEREAS, Assignor, Assignee, Holdings, the Borrower and the Lenders have entered into a Resignation and Assignment Agreement dated as of March 19, 2009 pursuant to which Assignor assigned to Assignee all of its right, title and interest in all Liens and security interests granted to Assignor by Holdings, the Borrower and such subsidiaries pursuant to the Credit Agreement, the Guaranty and Collateral Agreement and the other Credit Documents; and

WHEREAS, Assignor desires to assign to Assignee, and Assignee desires to acquire from Assignor, the Security Interest in the Intellectual Property.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and other good and valuable consideration, the sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby unconditionally assigns and transfers to Assignee, without warranty as to the registration or validity thereof, the Security Interest in the Intellectual Property recorded with the United States Patent and Trademark Office at the following Reel and Frame numbers:

Reel/Frame Numbers	Date of Recordation
3217/0629	December 28, 2005

2. This Assignment shall be binding upon the parties, their successors and permitted assigns.

3. Assignor agrees to execute, at the request and expense of Assignee, such further assurances as may be reasonably required in order to permit Assignee to obtain recording of this Assignment.

4. This Assignment may be executed in counterparts (including by way of facsimile) and all such counterparts taken together shall be deemed to constitute one and the same instrument.

* * *

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have executed this Assignment under the hands of their proper officers duly authorized in that behalf as of the date first referenced above.

**THE GOVERNOR AND COMPANY OF THE
BANK OF IRELAND**

By: Edward A. Boyle

Name: Edward A. Boyle

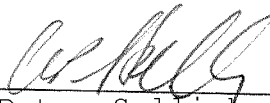
Title: Senior President

By: Louise O'Connell

Name: LOUISE O'CONNOR

Title: VP

**DESIGN INVESTORS WW ACQUISITION
COMPANY, LLC**

By: 

Name: Peter Sallick

Title: Managing Member of Design
Investors, LLC, Chief Executive
Officer of Design Investors WW
Acquisition Company, LLC

SCHEDULE A

INTELLECTUAL PROPERTY

TRADEMARKS

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
AMÉLIE	2,920,516	1/25/05
ARCADIA	2,886,150	9/21/04
ARCHITECTONICS	2,881,238	9/7/04
CAMPUS	2,947,930	5/10/05
CITRINE	2,923,172	2/1/05
COTTAGE	2,137,138	2/17/98
EASTON	2,930,259	3/8/05
ECHO	1,808,477	11/30/93
ETESIAN	2,923,173	2/1/05
ETOILE	1,449,508	7/28/87
MEDOC	2,920,483	1/25/05
METRIX	2,930,260	3/8/05
NORFOLK	2,142,420	3/10/98
SAVOY	2,881,270	9/7/04
WATERWORKS	2,574,814	6/4/02
WATERWORKS	2,219,845	1/26/99
WATERWORKS	1,122,575	7/17/79

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Serial Number</u>	<u>Date Filed</u>
ELSA	76/551,060	9/23/03
WATERWORKS	78/582532	3/08/05