

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------------------------|----------|----------------|---------------------------|
| NEAL DULANEY DBA LIFEGARD AQUATICS | | 10/25/2011 | INDIVIDUAL: UNITED STATES |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------|
| Name: | LIFEGARD AQUATICS , INC |
| Street Address: | 13911 STRUIKMAN ROAD |
| City: | CERRITOS |
| State/Country: | CALIFORNIA |
| Postal Code: | 90703 |
| Entity Type: | CORPORATION: CALIFORNIA |

PROPERTY NUMBERS Total: 12

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------|
| Registration Number: | 2287016 | LIFEGARD |
| Registration Number: | 2787796 | LIFEGARD |
| Registration Number: | 2960137 | LIFEGARD QUIET 1 ONE |
| Registration Number: | 3141835 | AQUA STEP |
| Registration Number: | 1892906 | BIO-MATE |
| Registration Number: | 2681032 | MARLIN |
| Registration Number: | 1592763 | QUIET ONE |
| Registration Number: | 2858592 | QUIET ONE 1 |
| Registration Number: | 2946113 | QUIET 1 ONE |
| Registration Number: | 2681031 | SEA FLOW |
| Registration Number: | 2681025 | SEA HORSE |
| Registration Number: | 2683557 | TARPON |

CORRESPONDENCE DATA

900205803

**TRADEMARK
 REEL: 004650 FRAME: 0744**

CH \$315.00 2287016

Fax Number: (330)653-3117
Phone: 3306533113
Email: gmoxon@moxonlaw.com

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

Correspondent Name: George W. Moxon II
Address Line 1: 110 W. Streetsboro Street
Address Line 2: Suites L9, L11-L13
Address Line 4: Hudson, OHIO 44236

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|-------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | 002510.0001 |
| NAME OF SUBMITTER: | George W. Moxon II |
| Signature: | /George W. Moxon II/ |
| Date: | 10/28/2011 |

Total Attachments: 5

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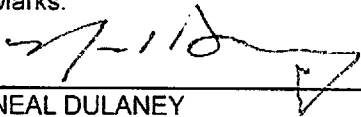
ASSIGNMENT

This Assignment is made between NEAL DULANEY ("DULANEY" or "ASSIGNOR") an individual doing business as LIFEGARD AQUATICS, having an address of 13911 STRUIKMAN ROAD, Cerritos, California 90703 and LIFEGARD AQUATICS, INC. ("LIFEGARD" or "ASSINGEE"), a corporation of California, having an address of 13911 STRUIKMAN ROAD, Cerritos, California 90703.

DULANEY is the owner of trademark(s) listed and attached in Schedule "A" ("Marks").

In Consideration of the sum of Ten Dollars (\$10.00), and of other good and valuable consideration paid to the undersigned by the Assignee, receipt whereof is hereby acknowledged, the undersigned, Assignor, by these presents hereby sells, assigns, transfers and sets over unto the said assignee the entire right, title and interest in, together with the good will of the business symbolized by the Marks, and their registration, in and for the United States and all foreign countries, the same to be held and enjoyed by said assignee, its successors, assigns or other legal representatives, to the full ends of the terms for which all trademark rights therefore may be granted as fully and entirely as the same would have been held and enjoyed by the undersigned if this assignment and sale had not been made.

And by this Covenant the Undersigned will execute or procure any further necessary assurance of title to said Marks; and at any time, upon the request and at the expense of said assignee, will execute and deliver any and all papers that may be necessary or desirable to perfect the title to said Marks.



NEAL DULANEY
10/25/11

Date

Trademark Status Report that Pentair Aquatics Share with the Pool Division

| Description | Class | Owner | Reg # | Serial # | Filed | Trademark | Issued | Comments |
|--|---------|--------------------------------------|-------------|------------|----------|-----------|----------|---|
| Pentair 1. USA filters, water heaters, and water sterilizers for aquariums 2a. USA (activated carbon filter media for aquariums) | 11 | Pentair Water Pool and Spa | 067550 1858 | 73348 834 | 08/02/97 | 2,337,016 | 18/06/02 | Registered Mark Renewed thru 10/12/03 |
| | | | 007020 1912 | 730602 850 | 04/15/98 | 2,787,798 | 12/02/03 | Registered. Renewals in effect until 12/21/13 |
| 2b. USA pumps, vacuum, skimmers & automatic fish feeders for aquariums | 2 | Pentair Water Pool and Spa | 067020 1912 | 760508 893 | 04/19/99 | 2,787,798 | 12/02/03 | Registered. Renewals in effect until 12/21/13 |
| | | | 067920 1912 | 756998 898 | 04/19/99 | 2,787,798 | 12/02/03 | Registered. Renewals in effect until 12/21/13 |
| 2c. USA (Thermometers for aquariums and USA (algae scrub pads for aquariums) | 8 21 | Spa Pentair Water Pool and Spa | 067920 1912 | 756926 893 | 04/19/99 | 2,787,798 | 12/02/03 | Registered. Renewals in effect until 12/21/13 |
| Both the Pool Division and Aquatic Division uses the Trademark. | | | | | | | | |

Trademark Status Report for Pentair Aquatics

| Description | Class | Owner | Ref # | Serial # | Filed | Trademark | Issued | Comments |
|--|-------|------------------------------|-------------|-----------|----------|-----------|----------|--|
| Apparel, athletic wear, footwear, eyewear, swimwear, and accessories | 11 | Pentair Water Products, Inc. | 007228 1878 | 70727 015 | 09/08/08 | 1 121 515 | 09/12/08 | 3-Trade Mark Damages US Only, no foreign |
| USA | | | | | | | | |
| Estimate Abandoned | | | | | | | | |
| 1 USA electric lights and light fixtures for use in aquariums, hydroponics | 11 | Pentair Pool Products | 12453 | 70728 012 | 09/18/02 | | | <p>Portion of Abandon was retracted on 02/18/03. 05/03</p> <p>retracted for an abandonment under 15 in</p> <p>the division calendar of time. 01/20/04 returned 15</p> <p>to the another Extension of Time that is due in May</p> <p>that said he will not be ready 02/20/04 that</p> <p>therefor for Extension of Time for a Statement of</p> <p>Use has been approved. Next Statement of Use is due</p> <p>02/20/04. Use the by 1/20/04. Fourth address of</p> <p>name was reported. Use the date is June 01, 2005 so</p> <p>we can prepare a file and file. extension of time</p> <p>02/20/04 returned 15 to the file & final extension. 08</p> <p>that. 02/20/04 received approval for Extension of</p> <p>name. Use date of extension of time is 02/20/04.</p> <p>1-17/2004 extended that the record proof of use or</p> <p>facts are that 1-10/2005 extended that we want to</p> <p>use the proof of use no more extension. Please let</p> <p>me know. 1-22/2005 returned 15 to show proof in</p> <p>abandonment were not. 02/18/04 Abandonment 15</p> <p>Statement of Use filed after notice of Abandonment</p> <p>was received.</p> |
| 1 USA (hydroponics) equipment, hydroponics | 11 | Pentair Pool Products | 22,602 | 70725 004 | 08/04/00 | 1,508 728 | 08/28/00 | <p>Registration cancelled under Section 8</p> |
| USA | | | | | | | | |
| 1 USA (hydroponics) equipment, hydroponics | 11 | Pentair Pool Products | 007228 1878 | 70727 015 | 09/08/08 | | | |
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| USA | | | | | | | | |

Trademark Status Report for Pentair Aquatics

3 of 4 Schedule A

| Description | Class | Owner | Ref# | Serial # | Filed | Trademark | Issued | Comments |
|--|-------|----------------------------|-------------|------------|----------|-------------|----------|---|
| Barkin Aquatics and pool filter | | | | | | | | |
| 1. USA | 11 | Pentair Water Pool and Spa | 087820 2008 | 78468 817 | 05/14/02 | 2 881 032 | 01/28/03 | Registered. Remains in effect until 03/21/13. |
| 2. Australia | 11 | Pentair Pool Products | 087820 2006 | 813 854 | 05/21/02 | 913 854 | 05/11/02 | Registered. Remains in effect until 02/21/12. |
| 3. Canada | 11 | Pentair Water Pool and Spa | 087820 2104 | 1 146 876 | 05/16/02 | T33A801 886 | 11/05/03 | Registered. Remains in effect until 11/05/12. |
| 4. European Community | 11 | Pentair Water Pool and Spa | 087820 1818 | 2 058 758 | 05/16/02 | 2 058 758 | 01/17/02 | Registered. Remains in effect until 05/16/12. |
| 5. Mexico | 11 | Pentair Pool Products | 087820 2007 | 651 816 | 06/14/02 | 621 471 | 05/14/02 | Registered. Remains in effect until 01/14/12. |
| Mini Vac Pool vacuum | | | | | | | | |
| 1. USA | 7 | Pentair Water Pool and Spa | 087820 2482 | 78467 888 | 05/14/02 | 2 728 088 | 05/16/03 | Supplementary Registration 2/19/04 instructed TS to drop application since fees not supplemented in Canada & Extension denied & did not want to appeal @ Federal Court - just abandon 2/29/04 Abandoned Section 38 Registered |
| 2. Canada Abandoned | 7 | Pentair Pool Products | 087820 2482 | 1 146 878 | 05/14/02 | | | |
| 3. Mexico | | Pentair Pool Products | 087820 2798 | 651 921 | 06/14/02 | 758 631 | 06/14/02 | Registered |
| 4. European Community | | Pentair Pool Products | 087820 2482 | 2 058 872 | 05/16/02 | | | 2/19/04 Filed TS letter to see what status re application is. 2/24/04 TS notified in Oct. 2003 we received rejection from European TM office citing lack of distinctiveness. Nov. 2003. Current Associates extended reply to the objection, citing the corresponding US trademark as a basis for advance. 2/25/04 instructed TS to appeal European decision of rejecting application, based on common resemblance practice already registered under the same mark. Dec. 3, 2003 lost our appeal, and an appeal to the courts would have a minimal chance of success so I instructed TS to just drop this application. |
| Orbit One 1 (8 Design) | | | | | | | | |
| 1. USA (old design) | 7 | Pentair Water Pool and Spa | 087820 2060 | 73 815 830 | 08/03/99 | 1 582 783 | 04/28/00 | Registered |
| 2. USA (new design) (Aquarium Pump) | 7 | Pentair Water Pool and Spa | 087820 2052 | 73 982 923 | 10/30/02 | 2 558 582 | 06/20/04 | Registered. Remains in effect until 02/28/14. |
| 3. Australia | 7 | Pentair Pool Products | 087820 2111 | 837 193 | 12/05/02 | 837 193 | 12/05/02 | Registered. Remains in effect until 12/05/12. |
| 4. Canada | 7 | Pentair Water Pool and Spa | 087820 2539 | 1 188 818 | 12/03/02 | T33A805 108 | 12/14/03 | Registered. Remains in effect until 12/14/12. |
| 5. European Community | 7 | Pentair Water Pool and Spa | 087820 1819 | 532682760 | 13/02/02 | 002963703 | 01/10/05 | Registered. Remains in effect until 12/02/12. |
| 6. Mexico | 7 | Pentair Pool Products | 087820 2179 | 578 291 | 12/03/02 | 787 343 | 12/03/02 | Registered. Remains in effect until 12/03/12. |
| 7. USA (new design) (Pond & Fountain Pump) | 7 | Pentair Water Pool and Spa | 087820 1358 | 78384 882 | 04/01/04 | 2 046 113 | 05/03/05 | Registered. Remains in effect until 05/03/15. |
| 8. Australia | 7 | Pentair Pool Products | 087820 1981 | 881 129 | 04/05/04 | 927 129 | 12/07/04 | Registered. Remains in effect until 12/07/14. |
| 9. Canada | 7 | Pentair Water Pool and Spa | 087820 1980 | 1 213 184 | 04/05/04 | T33A805 109 | 02/16/05 | Registered. Remains in effect until 2/16/14. |
| 10. European Community | 7 | Pentair Water Pool and Spa | 087820 1791 | 1 747 045 | 04/04/04 | 003747043 | 05/16/05 | Registered. Remains in effect until 05/16/14. |
| 11. Mexico | 7 | Pentair Pool Products | 087820 1959 | 651 838 | 04/08/04 | 845 382 | 08/05/04 | Registered. Remains in effect until 08/05/14. |
| Sea Flow Aquarium and pond pump | | | | | | | | |
| 1. USA | 7 | Pentair Water Pool and Spa | 087820 1971 | 78108 534 | 05/14/02 | 2 881 031 | 01/28/03 | Registered. Remains in effect until 02/28/13. |

Trademark Status Report for Pentair Aquatics

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|--|-------|----------------------------|-------------|-----------|----------|-------------|----------|---|
| 2 Australia | 7 | Pentair Pool Products | 067926 1077 | 913,282 | 05/21/02 | 913,882 | 05/21/02 | Registered. Remains in effect until 5/21/12. |
| 3 Canada | 7 | Pentair Water Pool and Spa | 067926 1080 | 1,140,977 | 05/16/02 | TMA657,722 | 12/16/03 | Registered. Remains in effect until 12/16/13. |
| 4 European Community | 7 | Pentair Water Pool and Spa | 067926 1704 | 002690808 | 05/16/02 | 002690809 | 03/16/03 | Registered. Remains in effect until 5/16/13. |
| 5 Mexico | | Pentair Pool Products | 067926 1090 | 551,920 | 05/14/02 | 756,650 | 05/14/02 | Registered. Remains in effect until 6/14/12. |
| See Mexico Attachment and serial forms | | | | | | | | |
| 1 USA | 7 | Pentair Water Pool and Spa | 067926 1071 | 78407,725 | 05/14/02 | 2,581,025 | 01/28/03 | Registered. Remains in effect until 1/28/13. |
| 2 Australia | 7 | Pentair Pool Products | 067926 1072 | 913,855 | 05/21/02 | 913,895 | 05/21/02 | Registered. Remains in effect until 5/21/12. |
| 3 Canada | 7 | Pentair Water Pool and Spa | 067926 1078 | 1,140,978 | 05/16/02 | TMA694,080 | 11/03/03 | Registered. Remains in effect until 11/03/13. |
| 4 European Community | 7 | Pentair Water Pool and Spa | 067926 1006 | 002690806 | 05/16/02 | 002690807 | 03/16/03 | Registered. Remains in effect until 5/16/12. |
| Targus Attachment and serial form | | | | | | | | |
| 1 USA | 11 | Pentair Water Pool and Spa | 067926 1083 | 78408,619 | 05/14/02 | 3,513,557 | 02/04/03 | Registered. Remains in effect until 2/04/13. |
| 2 Australia | 11 | Pentair Pool Products | 067926 1084 | 913,863 | 05/21/02 | 913,863 | 05/21/02 | Registered. Remains in effect until 5/21/12. |
| 3 Canada | 11 | Pentair Water Pool and Spa | 067926 1085 | 1,140,979 | 05/16/02 | TMA659,028 | 11/03/03 | Registered. Remains in effect until 11/03/13. |
| 4 European Community | | Pentair Water Pool and Spa | 067926 1086 | 002690806 | 05/16/02 | 2,809,489 | 03/02/03 | Registered. Remains in effect until 5/16/12. |
| 5 Mexico | | Pentair Pool Products | 067926 1087 | 551,919 | 05/14/02 | 756,629 | 05/14/02 | Registered. Remains in effect until 6/14/12. |
| Note: Product has been discontinued or trademark has been abandoned. | | | | | | | | |

4 of 4
Schedule A