

M720
5.13.99

RECORDATION FORM (TRADEMARK)

05-20-1999



Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please

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copy thereof.

1. Name of conveying party(ies):

AUTO CHLOR SYSTEM, INC

- Individual(s)
- General Partnership
- Corporation-State Tennessee
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 14, 1995

2. Name and address of receiving party(ies)

Name: INDOPCO, INC

Internal Address:

Street Address: 10 Funderne Avenue

City: Bridgewater State: NJ ZIP: 08807

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,039,720

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Roland Rodriguez

Internal Address: United States, Inc

Street Address: 390 Park Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

21-0043

(Attach duplicate copy of this page if paying by deposit account)

05/19/1999 DNGUYEN 00000126 210043 2039720

DO NOT USE THIS SPACE

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Roland Rodriguez
Name of Person Signing

Roland Rodriguez
Signature

5/10/99
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Patent & Trademark Fee Assignments

TRADEMARK ASSIGNMENT

WHEREAS, this Trademark Assignment is made as of August 14, 1995, by and from AUTO-CHLOR SYSTEM, INC., a Tennessee corporation (the "Asset Seller"), to INDOPCO, INC., a Delaware corporation (the "Buyer").

WHEREAS, all capitalized terms used herein but not defined shall have the same meanings ascribed to them as in that certain Purchase Agreement dated as of June 22, 1995, between the Asset Seller, the other sellers named therein and the Buyer (the "Purchase Agreement").

WHEREAS, pursuant to the Purchase Agreement, the Asset Seller has sold, and the Buyer has purchased, all right, title and interest in and to all trademarks, trade names, service marks and service names, and registrations and applications for registration thereof and foreign counterparts thereof and related licenses and other agreements used or held for use in connection with the Business by such Asset Seller, including the trademarks listed on Schedule 3.14 to the Purchase Agreement (collectively, the "Trademarks"), which are included in the Transferred Assets together with all of the associated goodwill of the Business symbolized by said Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Asset Seller hereby sells, assigns and transfers to the Buyer all of its right, title and interest in and to the Trademarks, and all associated goodwill of the Business of the Asset Seller symbolized thereby or connected therewith.

IN WITNESS WHEREOF, the Asset Seller has caused its duly authorized representative to execute this instrument as of August 14, 1995.

AUTO-CHLOR SYSTEM, INC., a
Tennessee corporation

by: George M. Griesbeck

Name:
Title: GEORGE M. GRIESBECK
PRESIDENT & CEO

SCHEDULE 3.14

| <u>Mark</u> | <u>Reg. No.</u> | <u>Serial No.</u> |
|---------------------------|-----------------|-------------------|
| INTELLIWASH (Stylized) | 2,039,720 | 74-654,276 |