

12-10-1999



Form PTO-1595
1-31-92

101218738

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies)
General Aquatics Corporation

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

Additional name(s) of conveying party(ies) attached?
 yes no

2. Name and address of receiving party(ies)?
Pac-Fab, Inc.
10951 West Los Angeles Avenue
Moore Park, California 9302

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

Additional name(s) & address(es) attached?
 yes no

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Names
 Other

Execution Date: November 2, 1999

4. Application number(s) or registration number(s): 9

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No. (s) 75/524,29	B. Trademark Registration No.(s) 1,815,593, 1,793,572, 1,815,405, 1,819,843, 1,860,348, 1,860,349, 824,307, and 1,584,314
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Additional numbers attached? Yes No

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

SUGHRUF, MICHAEL ZINN, MACPHER & SEAS, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213

6. Total number of applications and registration involved:
9

7. Total Fee (37 CFR 3.41): \$ 240.00
 Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
 Authorized to be charged to Deposit Account

8. Deposit Account No. 19-4880
(Attach dupl. copy of this page if paying by Deposit Account)

DO NOT WRITE IN THIS SPACE

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.

Robert G. McMillon for

 Name

11-17-99

 Date

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT: 2

OMB No. 0651-0111 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

12/09/1999 TTON11 00000231 1813593
01 FC:481
02 FC:482
40.00 OP
200.00 OP

TRADEMARK
REEL: 001997 FRAME: 0790

**ASSIGNMENT OF TRADEMARKS
NUNC PRO TUNC**

WHEREAS, General Aquatics Corporation, has acquired by assignment, adopted and used a series of trademarks which are registered and pending in the United States Patent and Trademark Office and whereas, Pac-Fab, Inc., a Delaware corporation whose mailing address is 10951 West Los Angeles Avenue, MoorePark, California 93021 has acquired said marks and the registrations and application therefor and it is desired to perfect record title in the United States Patent and Trademark Office in Pac-Fab, Inc.:

Registration Nos. 1,813,593, dated December 28, 1993; 1,793,572, dated 4-21-93; 1,815,405, dated 1-4-94; 1,819,843, dated 2-8-94; 1,860,348, dated 10-25-94; 1,860,349, dated 10-25-94; 824,307, dated 2-21-67; 1,584,314, dated 2-27-90 and Serial No. 75/524,291;

NOW, THEREFORE, for and consideration of the sum of \$1.00 and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, General Aquatics Corporation does hereby by these presents, sell assign and transfer to the said Pac-Fab, Inc., nunc pro tunc as of November 29, 1999 all right, title and interest in and to the said registrations and application, the trademarks shown therein, and the good will of the business associated therewith.

General Aquatics Corporation

Date: _____

By: [Signature]
Kevan K. Langner

Title: [Signature]
Secretary