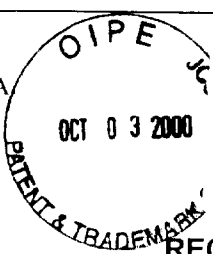


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FORM PTO-1618A
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11-08-2000

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- New
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Reel # Frame #
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Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Teledyne Industries, Inc.

Execution Date
Month Day Year
09 28 00

Formerly

75724500

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Jandy Industries, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 21 Pimentel Court

Address (line 2)

Address (line 3) Novato

Colorado

94848-6101

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization California

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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Name

Address (line 1)

Address (line 2)

Address (line 3)

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Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

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Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

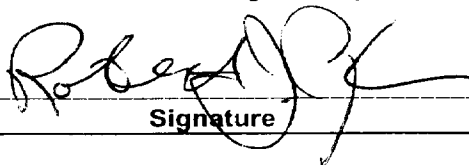
No

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. Charges to deposit account are authorized, as indicated herein.

Robert J. Pugh

Name of Person Signing



Signature

9/28/01

Date Signed

ASSIGNMENT

WHEREAS, as of the effective date hereof, TELEDYNE INDUSTRIES, INC., a California corporation, with a place of business at 1000 Six PPG Place, Pittsburgh, Pennsylvania 15222 ("Assignor") is the owner of the United States Trademark Applications (the "Marks") listed on attached Schedule A.

AND, WHEREAS, JANDY INDUSTRIES, INC., a California corporation, having a place of business at 21 Pimentel Court, Novato, Colorado 94848-6101 ("Assignee") is desirous of acquiring the entire right, title and interest in and to the Marks;

NOW, THEREFORE, for good and valuable consideration paid to Assignor by Assignee, receipt of which is hereby acknowledged, Assignor hereby assigns, sells, transfers, and sets over unto Assignee the entire right, title and interest in and to the Marks and the goodwill associated therewith as of the effective date hereof.

EFFECTIVE as of the 29th day of November, 1999.

Mary Snyder

Mary Snyder
Assistant Secretary

The foregoing instrument effective on November 29, 1999, was signed in Pittsburgh, PA by Mary Snyder, who was the Assistant Secretary of Teledyne Industries, Inc., a California corporation, on behalf of the corporation.

Commonwealth of Pennsylvania :
: ss:
County of Allegheny :

SUBSCRIBED and sworn to before me this 28 day of SEPTEMBER, 2000.

Notarial Seal
Susan M. Malyszka, Notary Public
Pittsburgh, Allegheny County
My Commission Expires May 28, 2001
Member, Pennsylvania Association of Notaries

Susan M. Malyszka
Notary Public

[NOTARIAL SEAL]

SCHEDULE A

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
PROEDGE (Class 20)	75/724,500	06-09-99
PROEDGE (Class 9)	75/724,474	06-09-99
PROEDGE (Class 7)	75/724,533	06-09-99
PROEDGE (Class 41)	75/722,576	06-09-99
PROEDGE (Classes 7, 11)	75/752,706	07-16-99