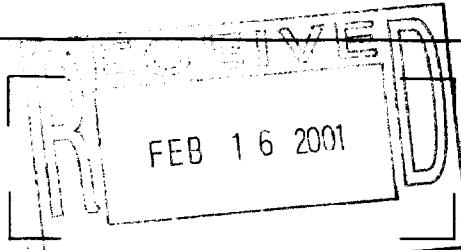


02-26-2001



101620060



U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

2-16-01

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

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

**Conveyance Type**

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

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

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

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

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

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.)

**FOR OFFICE USE ONLY**

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK  
REEL: 002239 FRAME: 0677

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

#

**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)

<input type="text" value="75785756"/>	<input type="text" value="76181147"/>	<input type="text" value="75785757"/>
<input type="text" value="75521409"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2399845"/>	<input type="text" value="2367609"/>	<input type="text" value="699250"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**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.

KEITH M. LANDRY

Name of Person Signing

Signature

2/9/01

Date Signed

**ASSIGNMENT OF TRADEMARKS**

WHEREAS, **ALLSTATE POOL SUPPLIES, INC.** (ASSIGNOR), a Delaware corporation, whose business address is 1403 Foulk Road, Suite 102 Wilmington, Delaware, has adopted, used, is using, or has a bona fide intent-to-use, and is the owner of the following registered trademarks and/or pending trademark applications (hereinafter referred to as the Trademarks) as listed on the attached Exhibit "A":

WHEREAS, **SCP DISTRIBUTORS, LLC** (ASSIGNEE), a Delaware limited liability company, whose business address is 109 Northpark Boulevard, 4th Floor, Covington, Louisiana, is desirous of acquiring said Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign unto the said ASSIGNEE all right, title and interest in the United States in and to said Trademarks therefor, together with the goodwill of the business symbolized by said trademarks and the applications and/or registrations thereof.

ALLSTATE POOL SUPPLIES, INC.  
(ASSIGNOR)

By: [Signature]  
Its: Treasurer

Printed Name: J Stephen Zepf

Agent: Benjamin P. Butterfield

STATE OF Delaware  
COUNTY OF NEW CASTLE

On this 26 day of January, 2001, before me appeared J Stephen Zepf, the person who signed this instrument, and who acknowledged that he/she signed it as a free act on her behalf.

[Signature]  
Notary Public

My Commission Expires: 10-17-02

Personally Known \_\_\_\_\_ OR Produced Identification [Signature]

**EXHIBIT A  
TRADEMARKS**

Trademark Name	Status	Application Number/Filing	Registration Number/Date	Renewal Date/First Date Used	Comments
Cascade	Registered	72/072,914 5/5/1959	699,250 6/14/1960	6/14/2000 3/4/1959	
Aqua Colors	Pending	75/785,756 8/26/1999			Publication Date 3/28/2000
Tranquility	Pending	76/181,147 12/14/2000			Application filed w/ USPTO on 12/14/2000
Paradise Colors	Pending	75/785,757 8/26/1999			Publication date 3/28/2000
Pool & Spa and Design	Registered	75/800,875 9/16/1999	2,399,845 10/31/2000	11/1/1995	
Pool Season	Allowed	75/521,409 7/20/1998			
Pool Season	Registered	75/544,719 8/31/1998	2367609 7/18/2000	7/18/2010 2/1/1988	

{N0624380 }