

06-28-2001

T

Docket No.:

Y

1-A



101764571

Tab settings

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

1. Name of conveying party(ies):

C.L. Watt, Inc.
1100 National Parkway
Schaumburg, IL 60173

- Individual(s)
- General Partnership
- Corporation-State Illinois
- Other 62201

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Affiliated Independent Distributors, Inc.

Internal Address: _____

Street Address: 2700 Horizon Drive

City: King of Prussia State: PA ZIP: 19406

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: March 22, 2001

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

A. Trademark Application No.(s)

75-389,628
75-389,322

Additional numbers

B. Trademark Registration No.(s)

2,058,395 2,352,795 1,122,072
2,252,905 1,842,335

Yes No

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

Name: Guy T. Donatiello

Internal Address: SCHNADER HARRISON

SEGAL & LEWIS LLP

Street Address: 1600 Market Street, Suite 3600

City: Philadelphia State: PA ZIP: 19103

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ 280.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-3405

DO NOT USE THIS SPACE

06/28/2001 BRYNE 00000020 75389628

01 FD:481 40.00 DP
02 FD:482 150.00 DP

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.

Guy T. Donatiello

Name of Person Signing

Signature

June 22, 2001

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 002321 FRAME: 0417

ASSIGNMENT

WHEREAS, C.L. Watt, Inc. ("Assignor"), an Illinois Corporation, organized and existing under the laws of the United States of America, having a principal place of business at 1100 National Parkway, Schaumburg, Illinois 60173, has adopted the following trademarks (the "Marks"), and has acquired goodwill associated with and symbolized by the Marks, and has registered or filed to register the Marks with the United States Patent and Trademark Office under the Registration or Serial numbers set forth below:

| Mark | Registration (Serial) Number | Reg. Date | Goods and Services |
|--------------|------------------------------|-----------|---|
| BATHMASTER | 2,058,395 | 4/29/97 | Bathroom Fixtures and Accessories; Namely, Toilets, Toilet Seats, Toilet Tank Balls, Bathtubs, Sinks, Showers, Shower Doors, Shower Enclosures, Shower Heads, and Faucets |
| C.L. WATT | 75-165,397 | | Plumbing product and supply distribution services |
| GERMGUARD | 2,252,905 | 6/15/99 | Polyolefin Resin Competition for use as an Anti-Microbial Agent Sold as an Integral Part of Solid Plastic Commercial and Residential Toilet Seats |
| PRO CHANNEL | 75-389,628 | | (06) Metal Tubing for use in Plumbing (17) Plastic Tubing for use in Plumbing |
| | 75-389,322 | | (42) Distributorship Services in the fields of Plumbing, Heating, Ventilation and Air Conditioning Products and Supplies |
| | 2,352,795 | 5/23/00 | (11) Plumbing Specialty Products; Namely, Valves, Tubular Goods, Traps, Supply Lines and Drains |
| SILVERCAST | 1,842,335 | 6/28/94 | Plumbing Products; Namely, Kitchen Sinks |
| W (Stylized) | 1,122,072 | 7/10/79 | Distributorship Services in the Field of Plumbing, Water Heating, and Home Heating and Air Conditioning Equipment |

WHEREAS, Affiliated Independent Distributors, Inc. ("Assignee"), a Pennsylvania Corporation duly organized and existing under the laws of the United States of America, having a principal place of business at 2700 Horizon Drive, King of Prussia, PA 19406, is desirous of acquiring all right, title, and interest in and to the Marks and the Registrations and Applications thereof;


WHEREAS, ASSIGNOR intends to dissolve and virtually all of its stockholders will become affiliated with Assignee and conduct marketing programs using the Marks as affiliates of Assignee;

NOW, THEREFORE, pursuant and subject to the Agreement dated October 25, 2000 between Assignor and Assignee, and particularly the section thereof providing for assignment of the marks to stockholders of Assignor under certain circumstances, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business associated with and symbolized by the Marks, and the Registrations and Applications thereof set forth herein, and including the right to sue for past infringement if any there may be.

C.L. WATT, Inc.

By: _____

Signature


Richard Reese
Chairman of the Board

Date: ~~February~~ ^{MARCH} 23, 2001