

05-16-2002

MAY 9 2002



Form PTO-1594 OFFICE OF PUBLIC RECORDS (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RECOF

TR 102091426

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Alopex Industries, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Polaris Pool Systems, Inc. Internal Address:

Street Address: 2620 Commerce Way

City: Vista State: CA Zip: 92083-8438

- 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: April 24, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,195,024

Additional number(s) attached Yes No

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

Name: Scott W. Kelley

Internal Address:

Kelly Bauersfeld Lowry & Kelley, LLP

Street Address: 6320 Canoga Avenue, Suite 1650

City: Woodland Hills State: CA Zip: 91367

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Scott W. Kelley

Name of Person Signing

Signature

May 1, 2002

Date

Total number of pages including cover sheet, attachments, and document: 4

05/16/2002 GT0N11 00000012 1195024

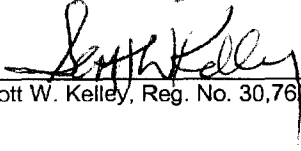
Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481

40.00 DP

TRADEMARK REEL: 002506 FRAME: 0019

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to Commissioner of Patents and Trademarks, Washington, DC 20231 on April 30, 2002.



May 1, 2002

Scott W. Kelley, Reg. No. 30,762

Date

TRADEMARK ASSIGNMENT

WHEREAS, **Alopex Industries, Inc.**, a corporation of the State of California, as indicated on the records of the U.S. Patent and Trademark Office, owns the U.S. Trademark Registration identified as follows:

1. U.S. Trademark **Registration No. 1,195,024**, registered May 11, 1982, for the mark **POLARIS VAC-SWEEP Bug Logo**.

WHEREAS, **Polaris Pool Systems, Inc.**, a corporation of the State of Delaware, with its principal place of business at 2620 Commerce Way, Vista, California 92083-8438, is desirous of acquiring the above-identified U.S. Trademark Registration, together with all associated good will.

NOW, THEREFORE, for good and valuable consideration, Alopex Industries, Inc., a California Corporation, assigns and transfers to Polaris Pool Systems, Inc., a Delaware Corporation, all right, title and interest in and to the above-identified trademark registration and all good will of the business symbolized by this mark.

The Commissioner of Patents and Trademarks is requested to record this Assignment in the files of the U.S. Patent and Trademark Office and return it to the attorneys of record:

Scott W. Kelley
Kelly, Bauersfeld & Lowry
6320 Canoga Avenue
Suite 1650
Woodland Hills, California 91367

ALOPEX INDUSTRIES, INC.

Date: April 24th, 2002

Eric Kownacki
By: Eric Kownacki
Its: Secretary, V.P.

State of CA)
County of SAN DIEGO)

On 24, April, 2002 before me, C E LYMAN, Notary Public,
personally appeared ERIC KOWNACKI,

personally known to me
 proved to me on the basis of satisfactory evidence to be the person
whose name is subscribed to the within instrument and acknowledged to
me that he executed the same in his authorized capacity, and that by his
signature on the instrument the person, of the entity upon behalf of which
the person acted, executed the instrument.

WITNESS my hand and official seal.

C E Lyman
(Signature of Notary)

