

01-10-2003

Attorney Docket No. 287-00223

Form PTO-1594

U.S. Department of Commerce
Patent and Trademark Office

OFFICE OF PUBLIC RECORDS



703 JAN -8 PM 2:35 RECC 102334055

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):

1-C.03

United States Filter Corporation

Individual(s) Association
 General Partnership Ltd. Partnership
 Corporation - State Delaware
 Other

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

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

Plymouth Products, Inc.
502 Indiana Avenue
Sheboygan, WI 53081

Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Liability _____
 Corporation-State Delaware
 Other _____

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 08/23/2002

If assignee is not domiciled in the U.S., a domestic representative designation is attached: [Yes No (Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? [Yes No

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	<u>2,516,553</u>

Additional numbers attached? [Yes No

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

Joseph J. Jochman
ANDRUS, SCEALES, STARKE & SAWALL, LLP
100 East Wisconsin Avenue, Suite 1100
Milwaukee, Wisconsin 53202

6. Total number of applications and registrations involved: _____

7. Total fee (37 CRF 3.41).....\$40.00
 Enclosed
 Authorized to charge to deposit

8. Deposit account number: 01.2000
(Attached duplicate copy of this page if paying by deposit account)

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.

Barbara A. Johnson Barbara A. Johnson 1/3/2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 3

01/09/2003 DBYRNE 00000111 2516553

01 FC-0221 B No. 0651-0011 (exp. 10-09-04)

ASSIGNMENT

WHEREAS, UNITED STATES FILTER CORPORATION (hereinafter ASSIGNOR), a corporation of the State of Delaware, having a place of business at 40-004 Cook Street, Palm Desert, California 92211, United States of America, is the owner of the trademark registrations and applications (the "Trademarks") listed on the attached Schedule A.

WHEREAS, PLYMOUTH PRODUCTS, INC. (hereinafter ASSIGNEE), a corporation of the State of Delaware, having an office and place of business at 502 Indiana Avenue, Sheboygan, Wisconsin 53081, United States of America, is desirous of acquiring the Trademarks.

NOW, THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the ASSIGNOR without representations of warranties with respect to the Trademarks or the title thereto, does hereby sell, assign, and transfer unto the ASSIGNEE, its successors and assigns, all its rights, title and interest in and to the Trademarks, and any foreign corresponding registrations and applications, together with the goodwill of that portion of the business (as defined in the Stock Purchase Agreement dated as of August 28, 2002 between USF Consumer & Commercial Watergroup, Inc., Culligan International (UK) Ltd., and Pentair, Inc.) which is symbolized by the Trademarks, and including all rights to sue and recover for past infringement of the Trademarks.

ASSIGNOR covenants with the ASSIGNEE that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by us, and that full right to convey the same as herein expressed is possessed by us.

UNITED STATES FILTER CORPORATION

August 23, 2002
Date

By [Signature]
Name: Michael J. Keardon
Title: Vice President

State of Illinois
County of Cook

Subscribed to and sworn before me this 23 day of August, 2002.

[Signature]
Notary Public
My Commission Expires: 10-25-04



PLYMOUTH PRODUCTS, INC.

August 23, 2002
Date

By [Signature]
Name: Neil J. Desmond
Title: Vice President

State of Illinois
County of Cook

Subscribed to and sworn before me this 23 day of August, 2002.

[Signature]
Notary Public
My Commission Expires: 10-25-04



SCHEDULE A

<u>Mark</u>	<u>Application No.</u>	<u>App. Date</u>	<u>Registration No.</u>	<u>Reg. Date</u>	<u>Docket No.</u>
SLIM LINE	75/943588	3/14/00	2516553	12/11/01	C04-00276