10-08-2003

10-8-03

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

102570849

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇨⇨⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
REXAIR, 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: WILMINGTON TRUST COMPANY, AS COLLATERAL AGENT
Internal Address: FOR THE CLASS B SECURED PARTIES

Street Address: Rodney Square North, 1100 North Market Street

City: WILMINGTON State: DE Zip: 19890

- ☐ Individual(s) citizenship _____
- ☐ Association _____
- ☐ General Partnership _____
- ☐ Limited Partnership _____
- ☑ Corporation-State DELEWARE
- ☐ 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: JULY 15, 2003

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

A. Trademark Application No.(s)
SEE ATTACHED

B. Trademark Registration No.(s)
SEE ATTACHED

Additional number(s) attached ☐ Yes ☐ No 2656996

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

Name: PENELOPE J.A. AGODOA

Internal Address: FEDERAL RESEARCH CORPORATION

Street Address: 1030 FIFTEENTH STREET NW, SUITE 920

City: WASHINGTON State: D.C. Zip: 20005

6. Total number of applications and registrations involved: 29

7. Total fee (37 CFR 3.41).....$ 740.00

- ☐ Enclosed
- ☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

RANDI S. ARONOW — Name of Person Signing

Signature

10/03/2003 — Date

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

10/09/2003 LMUELLER 00000035 2656996
01 FC:8021 40.00 OP
02 FC:8022 700.00 OP

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

2162/063, P. NORTON

Legal Entity	Country	Trademark or Trade Name	Registration or Application Number	Date of Registration
Rexair, Inc.	United States	RAINMATE	2656996	12/3/02
Rexair, Inc.	United States	RAINMATE	2652458	11/19/02
Rexair, Inc.	United States	STAR SUMMIT	2563053	4/23/02
Rexair, Inc.	United States	E (squared)	76457232	10/9/02 (Original Filing Date)
Rexair, Inc.	United States	AQUAMATE	1218263	11/30/82
Rexair, Inc.	United States	DESIGN OF VACUUM CLEANER	1436269	4/14/87
Rexair, Inc.	United States	DESIGN OF VACUUM CLEANER	1436270	4/14/87
Rexair, Inc.	United States	E and Logo	2373347	8/1/00
Rexair, Inc.	United States	e and Logo	2375755	8/8/00
Rexair, Inc.	United States	E SERIES	2379877	8/2200
Rexair, Inc.	United States	LOGO	2133614	2/3/98
Rexair, Inc.	United States	LOGO (D2 & D2A)	2108080	10/28/97
Rexair, Inc.	United States	LOGO (D3)	2110206	11/4/97
Rexair, Inc.	United States	LOGO (Model D4C)	2136437	2/17/98
Rexair, Inc.	United States	Logo (RAINBOW SE AQUAMATE)	2143799	3/17/98
Rexair, Inc.	United States	LOGO (RAINBOW SE POWER NOZZLE)	2127952	1/13/98
Rexair, Inc.	United States	LOGO (Rainbow)	1877341	2/7/95
Rexair, Inc.	United States	LOGO (Rainbow)	1873523	1/17/95
Rexair, Inc.	United States	MISCELLANEOUS DESIGN	1476692	2/16/88
Rexair, Inc.	United States	PACESETTERS & Design	1548577	7/18/89
Rexair, Inc.	United States	R and Logo	2298752	12/7/99
Rexair, Inc.	United States	R and Logo	2317087	2/8/00
Rexair, Inc.	United States	RAINBOW	2124034	12/23/97
Rexair, Inc.	United States	RAINBOW	0993728	9/24/74
Rexair, Inc.	United States	RAINBOW MATE	1782060	7/13/93
Rexair, Inc.	United States	RAINBOWMATE (Script)	1897430	6/6/95
Rexair, Inc.	United States	RAINDROP & R Logo	1448262	7/21/87
Rexair, Inc.	United States	RAINDROP & R Logo	2130763	1/20/98
Rexair, Inc.	United States	REXAIR	610593	8/16/55

CONFIRMATORY TRADEMARK SECURITY AGREEMENT

CONFIRMATORY TRADEMARK SECURITY AGREEMENT, dated as of July 15, 2003 (this "Agreement"), among JACUZZI BRANDS, INC., a Delaware corporation (the "Company"), each Subsidiary of the Company listed on Schedule I hereto (each, including the Company, a "Grantor" and collectively the "Grantors"), and WILMINGTON TRUST COMPANY, not in its individual capacity but solely as collateral agent (in such capacity, the "Collateral Agent") for the Class B Secured Parties.

WHEREAS, each Grantor and Wilmington Trust Company have entered into the Indenture dated as of July 15, 2003 (as amended, restated, supplemented or otherwise modified from time to time, the "Indenture"), among the Company, the Subsidiary Guarantors from time to time party thereto and Wilmington Trust Company, not in its individual capacity but solely as trustee (the "Trustee");

WHEREAS, each Grantor is executing and delivering this Agreement pursuant to the terms of the Indenture to induce potential investors to purchase the Securities;

WHEREAS, each Grantor has duly authorized the execution, delivery and performance of this Agreement;

WHEREAS, each Grantor has adopted and used in their respective businesses certain trademarks, and each of the Grantors is owner of all right, title and interest in and to its respective trademarks, and applications therefor and registrations thereof; and

WHEREAS, each Grantor and the Collateral Agent have entered into the Class B Collateral Agreement dated as of July 15, 2003 (the "Class B Collateral Agreement"), among the Company, the Subsidiaries of the Company listed on Schedule I thereto, the Trustee and the Collateral Agent.

NOW, THEREFORE, in consideration of the foregoing premises and mutual promises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantors hereby agree as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Class B Collateral Agreement.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Each Grantor, pursuant to the Class B Collateral Agreement, did and hereby does grant to the Collateral Agent a continuing second priority security interest (subject to the terms and conditions of the Intercreditor Agreement) in all of each respective Grantor's right, title and interest in and to the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark Collateral"):

(a) all of its right, title and interest in and to its respective trademarks, trademark registrations, and trademark applications (collectively, the "Marks"), including those listed on Schedule II hereto;

(b) all renewals or extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each of the foregoing; and

(d) all products and proceeds of the foregoing, including, without limitation, any claim or right to petition, sue, or otherwise seek and recover damages, profits and any other remedy (monetary, injunctive, declaratory or other), for any past, present or future infringement, dilution, conversion or misappropriation of, or other injury, offense, violation, breach of duty or wrong relating to any of the foregoing, or any license, agreement, contract or matter relating thereto.

3. SECURITY AGREEMENT. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Class B Collateral Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Class B Collateral Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

IN WITNESS WHEREOF, the undersigned have caused this Agreement to be duly executed and delivered as of the date first above written.

JACUZZI BRANDS, INC.,

by

Name: Alan Schwartzman
Title: Vice President

Each Subsidiary listed on Schedule I hereto,

by

Name: Alan Schwartzman
Title: Asst Secretary

WILMINGTON TRUST COMPANY,
not in its individual capacity but solely as
Collateral Agent,

by _____

Name:
Title:

SCHEDULE I

Asteria Company (f/k/a Elite Bath Company)
Bathcraft, Inc.
Baylis Brothers Inc.
Bruckner Manufacturing Corp. (f/k/a Farberware Inc.)
Carlsbad Corp. (f/k/a Odyssey Sports, Inc.)
Compax Corp.
Eljer Industries, Inc.
Eljer Plumbingware, Inc.
Environmental Energy Company
Gary Concrete Products, Inc.
Gatsby Spas, Inc.
HL Capital Corp.
Jacuzzi Inc.
Jacuzzi Whirlpool Bath, Inc.
Jusi Holdings, Inc.
KLI, Inc. (f/k/a Keller Ladders, Inc.)
Krikles Canada U.S.A., Inc. (f/k/a Selkirk Canada U.S.A., Inc.)
Krikles Europe U.S.A., Inc. (f/k/a Selkirk Europe U.S.A., Inc.)
Krikles, Inc. (f/k/a Selkirk, Inc.)
Lokelani Development Corporation
Luxor Industries Inc.
Maili Kai Land Development Corporation
Mobilite, Inc.
Nissen Universal Holdings Inc.
Outdoor Products LLC
PH Property Development Company
PLC Realty Inc. (f/k/a Prescolite Lite Controls, Inc.)
Redmont, Inc.
Rexair, Inc.
Rexair Holdings, Inc.
Sanitary - Dash Manufacturing Co., Inc.
SH 1 Inc.
Strategic Capital Management, Inc.
Strategic Membership Company
Streamwood Corporation (f/k/a Quantum Performance Films, Inc.)
Sundance Spas, Inc.
TA Liquidation Corp. (f/k/a Tommy Armour Golf Company)
Trimfoot Co.
TT Liquidation Corp.
UGE Liquidation Inc. (f/k/a W.K. 25, Inc.)
USI American Holdings, Inc.
USI Atlantic Corp.
USI Capital, Inc.
USI Funding, Inc.

[[2287908]]

USI Global Corp.
USI Properties, Inc.
USI Realty Corp.
Zurn (Cayman Islands), Inc.
Zurn Constructors, Inc. (f/k/a Advanco Constructors, Inc.)
Zurn EPC Services, Inc. (f/k/a National Energy Production Corporation)
Zurn Industries, Inc.
Zurn Pex, Inc.
Zurnacq of California, Inc.
Zurco, Inc.

[[2287908]]

SCHEDULE II

to

CONFIRMATORY TRADEMARK / TRADE NAME SECURITY AGREEMENT

(i) Jacuzzi Trademarks and Trade Names

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Eljer Plumbingware, Inc.	Goods/Services: Plumbing fixtures, namely bathtubs, bidets, drinking fountains, faucets, fluid control alves, laundry trays, lavatories, receptors,showers, sinks, toilets, urinals, whirlpool baths and hirlpool spas, for residential, commercial and institutional use. Int'l. Class 11.	United States	THOSE WHO KNOW BETTER, KNOW ELJER	2,556,839	4/2/02	4/2/12 Section 8 declaration due by 4/2/08
Eljer Manufacturing, Inc.	Goods/Services: Metal Sinks Int'l. Class 11	United States	PRIMAVERA	1,982,866	6/25/96	6/25/06 Sect. 8 Declaration due by 6/25/02
Eljer Plumbingware, Inc.	N.A.	United States	Eljer	1743012	12/29/92	12/29/02
Eljer Plumbingware, Inc.	Goods/Services: Expandable polystyrene and resin lining sold as an integral component of bathtubs	United States	Duracore	2325784	3/7/00	3/7/10
Gatsby Spas, Inc.	Goods/Services: Portable hot tubs and whirlpool baths.	United States	Blue Ridge	1931590	10/31/95	10/31/05
Gatsby Spas, Inc.	Goods/Services: Portable hot tubs and whirlpool baths.	United States	Gatsby (Stylized)	1959943	3/5/1996	3/5/2006
Gatsby Spas, Inc.	Goods/Services: Portable hot tubs and whirlpool baths	United States	Penguin Design	2068908	6/10/97	6/10/07
Gatsby Spas, Inc.	Goods/Services: Therapeutic spas and hot tubs for the general public.	United States	Hydrocare & Design	2119813	12/9/97	12/9/07
Gatsby Spas, Inc.	Goods/Services: Portable hot tubs and whirlpool baths.	United States	Imperial Spas & Design	2192036	9/29/98	9/29/08

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Gatsby Spas, Inc.	Goods/Services: Providing information relating to repairs of hottubs and spas via a global computer network.	United States	Tech Check (symbol) Design	2197484	10/20/98	10/20/08
Jacuzzi Inc.	N.A.	United States	Jacuzzi & Design (Trapezium)	805414	3/15/96	3/15/06
Jacuzzi Inc.	N.A.	United States	Jacuzzi Whirlpool Bath & Design	807314	4/19/66	4/19/06
Jacuzzi Inc.	Goods/Services: Hydromassage Products/Namely, Bathtubs with Hydromassage Units, Combination Shower and Bathtubs with Hydromassage Units, Spas with Hydromassage Units, Tubs with Hydromassage Units, and Inlets, Pumps and Suction Fittings for Hydromassage Units.	United States	Jacuzzi Whirlpool Bath & Design	1241022	6/7/83	6/7/03
Jacuzzi Inc.	Goods/Services: Electrical On/Off Switches for Baths and Spas in the Nature of Heated Pools.	United States	Magic Touch	1328269	4/2/85	4/2/05
Jacuzzi Inc.	Goods/Services: Whirlpool Baths and Spas in the Nature of Heated Pools.	United States	Bianca	1329439	4/9/85	4/9/05
Jacuzzi Inc.	Goods/Services: Whirlpool Baths and Spas in the Nature of Heated Pools.	United States	Meridian	1329446	4/9/85	4/9/05
Jacuzzi Inc.	Goods/Services: Whirlpool Baths and Spas in the Nature of Heated Pools.	United States	Espree	1355195	8/20/85	8/20/05
Jacuzzi Inc.	Goods/Services: Plumbing fittings//namely, water spouts and partstherefor.	United States	Water Rainbow	1367491	10/29/85	10/29/05
Jacuzzi Inc.	Goods/Services: Bathtubs.	United States	Caressa	1392270	5/6/86	5/6/06
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Signa	1424739	1/13/87	1/13/07

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Vectra	1437932	4/28/87	4/28/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Magna	1441981	6/9/87	6/9/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Aero	1469714	12/22/87	12/22/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Aura	1507999	10/11/88	10/11/08
Jacuzzi Inc.	Goods/Services: Whirlpool bath jets.	United States	Powerpro (Stylized)	1554575	9/5/89	9/5/09
Jacuzzi Inc.	Goods/Services Whirlpool Baths and Spas in the nature of Heated pools.	United States	Vantage	1,587,635	3/20/90	9/20/10
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Quantum	1555659	9/12/89	9/12/09
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Riva	1703100	7/28/92	7/28/02
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools.	United States	Enchante (Stylized)	1715448	9/15/92	9/15/02
Jacuzzi Inc.	Goods/Services: Plumbing fittings; namely, faucets and shower heads.	United States	Jacuzzi	1717864	9/22/92	9/22/02
Jacuzzi Inc.	Goods/Services: Heated whirlpool baths and spas.	United States	Razza	1727375	10/27/92	10/27/02
Jacuzzi Inc.	Goods/Services: Bathtubs and whirlpool baths in the nature of heated pools.	United States	Cortina	1766653	4/20/93	4/20/03 Renewal Pending 2/03
Jacuzzi Inc.	Goods/Services: Bathtubs and whirlpool baths in the nature of heated pools.	United States	Este	1796931	10/5/93	10/5/03 Renewal Pending 2/03
Jacuzzi Inc.	Goods/Services: Plumbing fittings; namely, faucets and valves.	United States	Lumiere	1804328	11/16/93	11/16/03

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	Goods/Services: Whirlpool spas in the nature of heated pools for home and commercial use.	United States	Palio	1823676	2/22/94	2/22/04
Jacuzzi Inc.	Goods/Services: Whirlpool spas in the nature of heated pools for home and commercial use.	United States	Sabella	1878316	2/7/95	2/7/05
Jacuzzi Inc.	Goods/Services: Steam generator for shower use for residential and hotel bathroom installation.	United States	Steampro	1879185	2/14/95	2/14/05
Jacuzzi Inc.	Goods/Services: Whirlpool spasin the nature of heated pools for home and commercial use.	United States	Santina	1899771	6/13/95	6/13/05
Jacuzzi Inc.	Goods/Services: Whirlpool spas in the nature of heated pools for home and commercial use.	United States	Alexa	1899772	6/13/95	6/13/05
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated tubs for home and commercial use.	United States	Essence	1908334	8/1/95	8/1/05
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools for home and commercial use.	United States	Festiva	1928030	10/17/95	10/17/05
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools for home and commercial use.	United States	Capella	1943791	12/26/95	12/26/05
Jacuzzi Inc.	Goods/Services: Whirlpool baths in the nature of heated pools for home and commercial use.	United States	Luna	1947025	1/9/96	1/9/06
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated tubs for home and commercial use.	United States	Echo	1952512	1/30/96	1/30/06

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	Goods/Services: Bonded insulated structural polyurethane plastic foam backing for bathroom shower bath bases, for home and commercial use.	United States	Duratuff And Design	1968020	4/16/96	4/16/06
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Luxura	1991091	8/6/96	8/6/06
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Fresco	2040520	2/25/97	2/25/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Quasar	2040551	2/25/97	2/25/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Siena	2043458	3/11/97	3/11/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Merano	2045871	3/18/97	3/18/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Cetra	2047590	3/25/97	3/25/07
Jacuzzi Inc.	Goods/Services: Jet pumps for use in hot tubs.	United States	Cyclone	2048008	3/25/97	3/25/07
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Majora	2092747	9/2/97	9/2/07

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	Goods/Services: Whirlpool baths and spas in the nature of heated pools, for home and commercial use.	United States	Verona	2149702	4/7/98	4/7/08
Jacuzzi Inc.	Goods/Services: Water pumps for swimming pools and spas; submersible pumps, jet pumps and sump pumps for pumping water and sewage from a sump, well, lake or other body of water, lawn sprinkler pumps, booster pumps for boosting water pressure, utility pumps for drainage and transfer of water and excluding water fountains.	United States	Pump Works	2222464	2/9/99	2/9/09
Jacuzzi Inc.	Goods/Services: Submersible rotary well pumps for pumping well water to a dwelling.	United States	Hurricane	2287293	10/19/99	10/19/09
Jacuzzi Inc.	Goods/Services: Water pump assemblies comprising water pumps and motors old as a unit for use in pools, spas, sumps, wells and sprinklers.	United States	Misc. Design (Colors Black And Yellow)	2363361	6/27/00	6/27/10
Jacuzzi Inc.	Goods/Services: Lawn sprinklers.	United States	Typhoon	2398432	10/24/00	10/24/10

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	Goods/Services: Water pumping systems and accessories therefor, namely, submersible pumps for domestic wells, farm irrigation, industry, municipal and commercial use; jet pumps; constant pressure water valves; pressurized water storage tanks; water softeners and water filters both for residential water systems; sump and sewage pumps; centrifugal and utility pumps for lawn sprinkler systems, pressure booster applications, water recirculation, water transfer, irrigation, dewatering, and fire protection systems; pumps and filters for swimming pools and spas.	United States	The Most Trusted Name In Water	2420397	1/16/01	1/16/11
Jacuzzi Inc.	Whirlpool baths & spas in the nature of heated pools for home & commercial use.	United States	Amea	1,595,201	05/08/90	05/08/2010
Jacuzzi Inc.	As for Amea	United States	Ciprea	1,595,199	05/08/90	05/08/2010
Jacuzzi Inc.	As for Amea	United States	DuraTuff and Design	1,968,020	04/16/96	04/16/2006
Jacuzzi Inc.	As for Amea	United States	PowerPro	1,554,575	09/05/89	09/05/2009
Jacuzzi Inc.	N.A.	United States(St) AK	Jacuzzi	2094	8/11/89	8/11/04
Jacuzzi Inc.	N.A.	United States(St) AL	Jacuzzi	100606	N.A.	1/16/11
Jacuzzi Inc.	N.A.	United States(St) AR	Jacuzzi	107-89	05/10/89	5/10/04
Jacuzzi Inc.	N.A.	United States(St) AZ	Jacuzzi	27295	04/17/89	04/17/99
Jacuzzi Inc.	N.A.	United States(St) CA	Sundance	095674	2/24/92	2/24/12
Jacuzzi Inc.	N.A.	United States(St) CA	Sunzone	095801	3/5/02	3/5/12
Jacuzzi Inc.	N.A.	United States (St.)CA	Jacuzzi	57806	04/26/78	04/26/2008
Jacuzzi Inc.	N.A.	United States (St.) CA	Jacuzzi Whirlpool Bath in Spiral Design	57876	05/12/78	05/12/2008

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	N.A.	United States (St.) CA	Jacuzzi	93340	12/12/90	12/12/2010
Jacuzzi Inc.	N.A.	United States (St.) CA	Jacuzzi Whirlpool Bath in Spiral Design	93341	12/12/90	12/12/2010
Jacuzzi Inc.	N.A.	United States(St) CO	Jacuzzi	19,891,036.250	N.A.	4/17/09
Jacuzzi Inc.	N.A.	United States(St) CT	Jacuzzi	7508	N.A.	4/27/04
Jacuzzi Inc.	N.A.	United States(St) DE	Jacuzzi	199,946,107	8/7/89	8/07/09
Jacuzzi Inc.	N.A.	United States(St) FL	Jacuzzi	T/11374	7/10/89	7/10/09
Jacuzzi Inc.	N.A.	United States(St) GA	Jacuzzi	T/9136	4/28/89	4/28/09
Jacuzzi Inc.	N.A.	United States(St) IA	Jacuzzi	9,549	N.A.	4/14/04
Jacuzzi Inc.	N.A.	United States(St) ID	Jacuzzi	12611	N.A.	4/17/09
Jacuzzi Inc.	N.A.	United States(St) IL	Jacuzzi	64329	4/18/89	4/18/04
Jacuzzi Inc.	N.A.	United States(St) KS	Jacuzzi	11337	N.A.	4/09/09
Jacuzzi Inc.	N.A.	United States(St) KY	Jacuzzi	08658	4/18/89	4/18/99
Jacuzzi Inc.	N.A.	United States(St) LA	Jacuzzi	None	4/18/89	4/16/09
Jacuzzi Inc.	N.A.	United States(St) MA	Jacuzzi	57,818	9/5/89	9/05/09
Jacuzzi Inc.	N.A.	United States(St) MA	Jacuzzi Whirlpool Bath & Design	57,819	9/5/89	9/5/09
Jacuzzi Inc.	N.A.	United States(St) MD	Jacuzzi	149,900,7q	N.A.	8/8/09
Jacuzzi Inc.	N.A.	United States(St) ME	Jacuzzi	19900025M	N.A.	8/07/09
Jacuzzi Inc.	N.A.	United States(St) MN	Jacuzzi	14603	4/17/89	4/17/09
Jacuzzi Inc.	N.A.	United States(St) MO	Jacuzzi	10657	N.A.	8/11/09
Jacuzzi Inc.	N.A.	United States(St) MS	Jacuzzi	73-0890807	8/7/89	8/6/09
Jacuzzi Inc.	N.A.	United States(St) MT	Jacuzzi	15,747	N.A.	8/07/09
Jacuzzi Inc.	N.A.	United States(St) NC	Jacuzzi Whirlpool Bath & Design	T-8788	5/1/90	5/1/10
Jacuzzi Inc.	N.A.	United States(St) NC	Jacuzzi	T-8350	N.A.	8/11/09
Jacuzzi Inc.	N.A.	United States(St) NE	Jacuzzi	8976	N.A.	8/09/09
Jacuzzi Inc.	N.A.	United States(St) NJ	Jacuzzi	8822	N.A.	5/12/04
Jacuzzi Inc.	N.A.	United States(St) NM	Jacuzzi	TK89081402	N.A.	8/04/05
Jacuzzi Inc.	N.A.	United States(St) NV	Jacuzzi	VOL22PG987	N.A.	8/26/04

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Jacuzzi Inc.	N.A.	United States(St) NY	Jacuzzi	R-29240	N.A.	8/29/09
Jacuzzi Inc.	N.A.	United States(St) OH	Jacuzzi	TM/12931	8/7/89	8/05/09
Jacuzzi Inc.	N.A.	United States(St) OK	Jacuzzi	30,303	N.A.	8/07/04
Jacuzzi Inc.	N.A.	United States(St) PA	Jacuzzi	89,551,582	8/7/89	8/05/09
Jacuzzi Inc.	N.A.	United States(St) SC	Jacuzzi	8901198	N.A.	8/14/04
Jacuzzi Inc.	N.A.	United States(St) SD	Jacuzzi	816699	N.A.	8/14/03 Ren.Pending
Jacuzzi Inc.	N.A.	United States(St) TN	Jacuzzi	1406021	N.A.	8/07/09
Jacuzzi Inc.	N.A.	United States(St) TX	Jacuzzi	049320	N.A.	4/19/09
Jacuzzi Inc.	N.A.	United States(St) UT	Jacuzzi	038744	N.A.	8/03/09
Jacuzzi Inc.	N.A.	United States(St) VA	Jacuzzi	41814	N.A.	8/09/04
Jacuzzi Inc.	N.A.	United States(St) VT	Jacuzzi	5843	N.A.	8/17/09
Jacuzzi Inc.	N.A.	United States(St) WA	Jacuzzi	19145	8/4/89	8/04/05
Jacuzzi Inc.	N.A.	United States(St) WV	Jacuzzi	1005304	8/7/89	11/09/09
Jacuzzi Inc.	N.A.	United States(St) WY	Jacuzzi	3255,635	N.A.	8/07/09
Jacuzzi UK	Class 11	U.S.	B C Sanitan	1,317,351	05/10/99	05/10/2009
Sanitary - Dash Manufacturing Co., Inc.	Goods/Services: Metal Tubing, Rings Mounted About Tubular Products Passing Through Openings in a Wall for Covering the Openings, Slip Nuts and Swivel Nuts for Tubular Products.	United States	Sanitary/Dash	1,203,353	8/3/82	8/3/02
Sanitary - Dash Manufacturing Co., Inc.	Goods/Services: Metal Tubing, Rings Mounted About Tubular Products Passing Through Openings in a Wall for Covering the Openings, Slip Nuts and Swivel Nuts for Tubular Products.	United States	SD + design	1,203,354	8/3/82	8/3/02

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Sanitary - Dash Manufacturing Co., Inc.	Goods/Services: Plumbing fixtures and fittings in the nature of a metal branch tail piece; namely, a kitchen sink drain with a dishwasher drain connection.	United States	Da Schnozola	1,846,479	7/26/94	7/26/04
Sundance Spas, Inc.	Goods/Services: Spas in the nature of pools and tubs.	United States	Sundance	1715456	9/15/92	9/15/12
Sundance Spas, Inc.	Goods/Services: Domestic ozone water purification units for potable water.	United States	Sunzone	1717885	9/22/92	9/22/12
U.S. Industries, Inc.	Goods/Services: Providing management services for subsidiary companies, namely, accounting services.	United States	USI	2,279,586	9/21/99	9/21/09
U.S. Industries, Inc.	Goods/Services: Providing management services for subsidiary companies, namely, accounting services.	United States	USI and Design	2,279,650	9/21/99	9/21/09
Zurn PEX, Inc. (f/k/a United States Brass Corporation)	Goods/Services: Plumbing items / namely, valves, plastic pipe and tubing, tees, elbows, couplings, adapters, connectors, nipples, ells, and supply tubes.	United States	Qest	1373633	12/03/85	12/03/05

(ii) Zurn Trademarks and Trade Names

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Zurco, Inc.	N.A.	United States	Zurn	534,984	12/19/50	3/23/11
Zurco, Inc.	N.A.	United States	Zurn + design (oval)	534,985	12/19/50	3/23/11
Zurco, Inc.	Goods/Services: Strainers, Roof Drains, Floor Drains, Grease Interceptors, Wall Hydrants and Nonautomatic Valves.	United States	Zurn + design (hamburger)	1,141,057	11/4/80	3/16/11
Zurn Industries, Inc.	N.A.	United States	Strain/O/Matic	775,622	8/25/64	8/25/04
Zurn Industries, Inc.	N.A.	United States	Poly/Zyme	786,942	3/16/65	3/16/05
Zurn Industries, Inc.	N.A. Foreign	United States	Ecolotrol	994,544	10/1/74	9/27/04
Zurn Industries, Inc.	Goods/Services: Flush Valves.	United States	Flushtrol	1,165,422	8/18/81	8/18/01
Zurn Industries, Inc.	Goods/Services: Flush valves.	United States	Aqua Flush	1,465,341	11/17/87	11/17/07
Zurn Industries, Inc.	Goods/Services: Exterior water faucets.	United States	Aqua/Sill	1,565,770	11/14/89	11/14/09
Zurn Industries, Inc.	Goods/Services: Flush valve replacement parts.	United States	Aquaparts	1,574,708	1/2/90	8/8/10
Zurn Industries, Inc.	Goods/Services: Plumbing fittings; namely, bath tub valves, shower valves, and combined bath tub and shower valves.	United States	Temp/Gard	1,812,858	12/21/93	12/21/03
Zurn Industries, Inc.	Goods/Services: Trench drains comprising a fiber glass channel with a grate on top.	United States	Flo Thru	1,838,496	5/31/94	5/31/04
Zurn Industries, Inc.	Goods/Services: Automatic faucets, automatic flush valves and automatic hand dryers.	United States	Aquasense	1,849,188	8/9/94	8/9/04
Zurn Industries, Inc.	Goods/Services: Sensor operated flush valves.	United States	RetroFlush	1,866,292	12/6/94	12/6/04
Zurn Industries, Inc.	Goods/Services: Shower valves and supply piping.	United States	Aqua/Panel	1,867,584	12/13/94	12/13/04
Zurn Industries, Inc.	Goods/Services: Metal roof drains.	United States	Renew/Flo	1,869,220	12/27/94	12/27/04

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Zurn Industries, Inc.	Goods/Services: Stainless steel pre/sloped trench drains.	United States	Sani/Flo	1,893,532	5/9/95	5/9/05
Zurn Industries, Inc.	Goods/Services: utility Plumbing products, namely floor drains, roof drains, cleanouts in the nature of drains for sinks, grease interceptors, hydrants, traps, water hammer arrestors and water valves.	United States	JS + Design	1,923,527	10/3/95	10/3/05
Zurn Industries, Inc.	Goods/Services: Lead free faucets.	United States	Sierra	1,926,378	10/10/95	10/10/05
Zurn Industries, Inc.	Goods/Services: Sensor operated faucets.	United States	Retroflo	1,979,966	6/11/96	6/11/06
Zurn Industries, Inc.	Goods/Services: Plastic trench drains.	United States	Dura/Channel	2,022,036	12/10/96	12/10/06
Zurn Industries, Inc.	Goods/Services: Flush valve cap.	United States	Aquacap	2,024,585	12/17/96	12/17/06
Zurn Industries, Inc.	Goods/Services: Faucets.	United States	Aqua/Spec	2,096,094	9/9/97	9/9/07
Zurn Industries, Inc.	Goods/Services: Plastic trench drains.	United States	Perma/Trench	2,122,269	12/16/97	12/16/07
Zurn Industries, Inc.	Goods/Services: Computer software for plumbing and irrigation design recorded on multi/media CD/ROM or diskette.	United States	F.A.T. CAT + Design	2,128683	1/13/98	1/13/08
Zurn Industries, Inc.	Goods/Services: Plumbing fittings, namely, pressure reduction fire valves.	United States	Pressure/Tru	2,245,534	5/18/99	5/18/09
Zurn Industries, Inc.	Goods/Services: Sensor operated, automatic flush valves for toilets and urinals.	United States	E/Z Flush	2,263,524	7/20/99	7/20/09
Zurn Industries, Inc.	Goods/Services: Pressure balance shower valves.	United States	Temp/Gard II	2355665	6/6/00	6/6/10
Zurn Industries, Inc.	Goods/Services: Pressure balance shower valves.	United States	Temp/Gard II	2,355,665	6/6/00	6/6/10

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Zurn Industries, Inc.	Goods/Services: Protective non/metallic pipe covers for sink pipes, bend and tailpiece covers, waste arm covers and offset strainer covers.	United States	Insul Guard	2446454	4/24/01	4/24/11
Zurn Industries, Inc.	Goods/Services: Plastic drainage pipe and fitting therefor.	United States	Fusion Lock	2454255	5/22/01	5/22/11
Zurn Industries, Inc.	Plumbing component for attachment to a plumbing manifold	United States	Add-A-Port	About to be filed	About to be filed	
Zurn Industries, Inc.	Plastic Pipe for plumbing use	United States	Alumicor	Pending	Pending	
Zurn Industries, Inc.	Thermostatic mixing control valves	United States	Auqa-Gard-	Pending	Pending	
Zurn Industries, Inc.	Flush valves and flush diaphragm kits	United States	Aquavantage	2,646,569	11/5/02	11/5/12
Zurn Industries, Inc.	Flush Valves	United States	Aquavantage AV	2,496,274	10/9/01	10/9/11
Zurn Industries, Inc.	Flush Valves	United States	AV	2,496,277	10/9/01	10/9/11
Zurn Industries, Inc.	Flush Valve Diaphragms	United States	Blue Colored Diaphragm	Pending	Pending	
Zurn Industries, Inc.	Hardware associated with toilets, namely a carrier for holding a toliet in place.	United States	EZ-Set	Pending	Pending	
Zurn Industries, Inc.	toilet flush valves and parts for toilets flush valves	United States	Metroflush	2,510,324	11/20/01	11/20/11
Zurn Industries, Inc.	Radiant Heating Systems, and snow and ice melt systems	United States	Qest Hydronoics	Pending	Pending	
Zurn Industries, Inc.	Flexible plastic plumbing units, namely, plastic pipe, plastic fittings and parts therefor	United States	Qestpex	2,250,779	6/8/99	6/8/09
Zurn Industries, Inc.	Plastic tube and holder therefore	United States	Qickpak	Pending	Pending	
Zurn Industries, Inc.	Plumbing manifolds	United States	Qickport	2,716,419	5/13/03	5/13/13
Zurn Industries, Inc.	Manifold for use in radiant heating systems, and snow and ice melt systems	United States	Qickzone	Pending	Pending	
Zurn Industries, Inc.		United States	The Color Blue for Drains	Proposed	Proposed	
Zurn Industries, Inc.	Receptacle to receive heating tubing for use in heating systems	United States	Thermal Track	Pending	Pending	

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Date of Reg.	Date of Exp.
Zurn Industries, Inc.	11 – heating products and heating services 37 – heating products and heating services	United States	Tomorrow's Heating Solutions Today	Pending	Pending	
Zurn Industries, Inc.	11 – heating products and heating services 37 – heating products and heating services	United States	Tomorrow's Plumbing and Heating Solutions Today	Pending	Pending	
Zurn Industries, Inc.	11 – heating products and heating services 37 – heating products and heating services	United States	Tomorrow's Plumbing Solutions Today	Pending	Pending	
Zurn Industries, Inc.	Drains and associated hardware including deck plates	United States	Top-Set	Pending	Pending	
Zurn Industries, Inc.		United States	Zurn 1	Pending	Pending	
Zurn Indusries, Inc.			Performance Under Pressure	Unregistered		

(iii) Rexair Trademarks and Trade Names

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Original Filing Date	Date of Reg.	Date of Exp.
Rexair, Inc.	Water extracting carpet shampoo attachment for vacuum cleaner	United States of America	AQUAMATE	1218263	1/25/82	11/30/82	11/30/2012
Rexair, Inc.	Vacuum cleaners	United States of America	DESIGN OF VACUUM CLEANER	1436269	7/12/85	4/14/87	4/14/2007
Rexair, Inc.	Vacuum cleaners	United States of America	DESIGN OF VACUUM CLEANER	1436270	7/15/85	4/14/87	4/14/2007
Rexair, Inc.	Domestic vacuum cleaners and replacement parts therefor; domestic vacuum cleaners and attachments therefor, sold as unit; domestic vacuum cleaner attachments, namely, hoses, nozzles and brushes	United States of America	E and Logo	2373347	10/6/97	8/1/00	8/1/2010
Rexair, Inc.	Domestic vacuum cleaners and replacement parts therefor; domestic vacuum cleaners and attachments therefor, sold as unit; domestic vacuum cleaner attachments, namely, hoses, nozzles and brushes	United States of America	e and Logo	2375755	1/9/98	8/8/00	8/8/2010
Rexair, Inc.	Domestic vacuum cleaners and replacement parts therefor; domestic vacuum cleaners and attachments therefor, sold as unit; domestic vacuum cleaner attachments, namely, hoses, nozzles and brushes	United States of America	E SERIES	2379877	11/11/97	8/22/00	8/22/2010
Rexair, Inc.	Vacuum cleaners, parts and attachments	United States of America	e2 (e-squared) and design	Appln No. 76/457232	10/09/02	Published	Pending
Rexair, Inc.	Service manuals and service brochures relating to vacuum cleaners	United States of America	LOGO	2133614	7/29/94	2/3/98	2/3/2008
Rexair, Inc.	Service manuals and service borchures relationt to vacuum cleaners	United States of America	LOGO (D2 & D2A)	2108080	7/7/94	10/28/97	10/28/2007
Rexair, Inc.	Service manuals and service borchures relationt to vacuum cleaners	United States of America	LOGO (D3)	2110206	7/7/94	11/4/97	11/4/2007
Rexair, Inc.	Service manuals and service brochures relating to vacuum cleaners	United States of America	LOGO (Model D4C)	2136437	7/27/94	2/17/98	2/17/2008
Rexair, Inc.	Service manuals and service brochures relating to vacuum cleaners	United States of America	Logo (RAINBOW SE AQUAMATE)	2143799	7/7/94	3/17/98	3/17/2008
Rexair, Inc.	Service manuals and service brochures relating to vacuum cleaners	United States of America	LOGO (RAINBOW SE POWER NOZZLE)	2127952	7/29/94	1/13/98	1/13/2008

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Original Filing Date	Date of Reg.	Date of Exp.
Rexair, Inc.	Coloring books, childrens activity books and magazines, etc.	United States of America	LOGO (Rainbow)	1872461	12/30/93	1/10/95	1/10/2005
Rexair, Inc.	Carpet cleaning preparations; air, household and room deodorizers...	United States of America	LOGO (Rainbow)	1877341	12/30/93	2/7/95	2/7/2005
Rexair, Inc.	Carpet cleaning preparations; air, household and room deodorizers...	United States of America	LOGO (Rainbow)	1873523	12/30/93	1/17/95	1/17/2005
Rexair, Inc.	Vacuum cleaners and vacuum cleaner hoses; suction nozzles for vacuum cleaners	United States of America	LOGO (Rainbow)	1873695	12/30/93	1/17/95	1/17/2005
Rexair, Inc.	Vacuum cleaners	United States of America	MISCELLANEOUS DESIGN	1476692	7/6/87	2/16/88	2/16/2008
Rexair, Inc.	Providing an incentive awards program for high achievement distributors in the sale of vacuum cleaners	United States of America	PACESETTERS & Design	1548577	3/25/88	7/18/89	7/18/2009
Rexair, Inc.	cleaning preparations, namely, floor, wall, rug, carpet, porcelain, plastic, tile and furniture cleaners and room fragrances sold via direct in-home sales and via service distributors, etc.	United States of America	R and Logo	2298752	10/30/97	12/7/99	12/7/2009
Rexair, Inc.	Aromatic preparations, namely room deodorants and air fresheners sold via direct in-home sales and via service distributors., etc.	United States of America	R and Logo	2317087	10/30/97	2/8/00	2/8/2010
Rexair, Inc.	metal cookware, namely, pots and pans	United States of America	RAINBOW	2124034	3/17/97	12/23/97	12/23/2007
Rexair, Inc.	Vacuum cleaners, parts and attachments	United States of America	RAINBOW	993728	4/30/73	9/24/74	9/24/2004
Rexair, Inc.	Vacuum cleaners and parts therefor	United States of America	RAINBOW MATE	1782060	11/25/91	7/13/93	7/13/03
Rexair, Inc.	Vacuum cleaners and parts therefor	United States of America	RAINBOWMATE (Script)	1897430	6/27/94	6/6/95	6/6/05
Rexair, Inc.	Vacuum cleaners	United States of America	RAINDROP & R Logo	1448262	10/10/86	7/21/87	7/21/2007
Rexair, Inc.	Metal cookware, namely, pots and pans	United States of America	RAINDROP & R Logo	2130763	3/24/97	1/20/98	1/20/08
Rexair, Inc.	Electric room deodorizing units with air filters; Air filters	United States of America	RAINMATE & logo	2656996	7/14/00	12/03/02	12/03/2012
Rexair, Inc.	Electric room deodorizing units with air filters; Air filters	United States of America	RAINMATE	2652458	7/14/02	11/19/02	11/19/2012

Legal Entity	Goods & Services Description (for U.S. Trademarks where applicable and available)	Country	Trade Marks or Trade Names	Registration Number	Original Filing Date	Date of Reg.	Date of Exp.
Rexair, Inc.	Vacuum Cleaners. Parts Thereof, and Attachments therefor	United States of America	REXAIR	610593	7/1/54	8/16/55	08/16/2005
Rexair, Inc.	Certification that distributors have made a specified number of sales in a given period of time as the top salespersons	United States of America	STAR SUMMIT	2563053	5/12/00	4/23/02	4/23/2012