

FORM PTO-1594 (Modified)
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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TM05/REV03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS / SERVICE MARKS ONLY

T14,227 US

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

W.W. Adcock Inc.

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

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

3. Nature of conveyance:

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

Execution Date: January 28, 2005

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

Name: Master Spas Inc.

Internal Address:

Street Address: 6927 Lincoln Parkway

City: Jt. Wayne State: IN ZIP: 46804

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Indiana
- 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

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

A. Trademark / Service Mark Application No.(s)

B. Trademark / Service Mark Registration No.(s)

1,322,019

Yes No

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

Name: Bryna S. Silver, Esq.

Internal Address:

Street Address: 1101 Market Street

2600 Aramark Tower

City: Philadelphia State: PA ZIP: 19107

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed - Credit Card Payment Form
- Authorized to be charged to deposit account

8. Deposit account number:

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.

Bryna S. Silver

Name of Person Signing

Bryna Silver

Signature

Feb 3, 2005

Date

Total number of pages including cover sheet, attachments, and

3

Mail documents to be recorded with required cover sheet information to:

Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 003023 FRAME: 0577

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ASSIGNMENT OF TRADEMARK(S)

STATE OF PENNSYLVANIA)
) ss
 COUNTY OF MONTGOMERY)

WHEREAS, W. W. Adcock, Inc., a corporation duly organized and existing under the laws of the State of Pennsylvania, United States of America, with its principal place of business at 2611 Philmont Avenue, Huntingdon Valley, Pennsylvania 19006, United States of America, has adopted, used, is using and is the owner of the following trademark(s) now registered in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Registration No.</u>	<u>Date of Registration</u>
FREEDOM SPA	1,322,019	February 26, 1985

WHEREAS, Master Spas Inc., a corporation duly organized and existing under the laws of the State of Indiana, with its principal place of business at 6927 Lincoln Parkway, Ft. Wayne, Indiana 46804, United States of America, is desirous of acquiring said registered trademark(s);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said W. W. Adcock, Inc. does hereby assign unto said Master Spas Inc, all rights, title and

interest in and to the said trademark(s), together with the goodwill of the business symbolized by said trademark(s) and the registration(s) thereof.

W. W. Adcock, Inc.

By: *Carson Dee Adcock*
Name: Carson Dee Adcock
Title: Vice President

Subscribed to and sworn to before me
this 28th day of January, 2005.

Jennifer L. Bost
Notary Public

Notarial Seal
Jennifer L. Bost, Notary Public
Lower Moreland Twp., Montgomery County
My Commission Expires May 14, 2006
Member, Pennsylvania Association Of Notaries

