From PTO-1594 (Rev. 07/05)	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office	
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To the Director of the U. S. Patent and Trademark Office: Please	se record the attached documents or the new address(es) below.	
1. Name of conveying party(ies): Alpha Western Corporation Individual(s) General Partnership Limited Partnership	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? No Name: Aquatemp Products, Inc. Internal Address: Street Address: 700 Grand Street	
Corporation- State: Washington Other Citizenship (see guidelines) Additional names of conveying parties attached?	i <u></u>	
3. Nature of conveyance)/Execution Date(s): Execution Date(s) September 12, 2005 Assignment Merger Security Agreement Change of Name Other	General Partnership Citizenship Limited Partnership Citizenship X Corporation Citizenship Illinois Other Cltizenship 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)	
4. Application number(s) or registration number(s) an A. Trademark Application No.(s) C. Identification or Description of Trademark(s) (and Filing	B. Trademark Registration No.(\$) 2,114,510 Additional sheet(\$) attached? X Yes No	
5. Name & address of party to whom correspondence concerning document should be mailed: Name: Marcus P. Dotec/Price, Heneveld, Cooper, DeWitt & Litton, LLP	6. Total number of applications and registrations involved:	
Internal Address: Post Office Box 2567 Street Address: 695 Kenmoor SE	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$190.00 Authorized to be charged by credit card Authorized to be charged to deposit account Enclosed	
City: Grand Rapids State: MI Zip: 49501 Phone Number: (616) 949-9610 Fax Number: Email Address:	8. Payment Information: a, Credit Card Last 4 Numbers Expiration Date b. Deposit Account Number 16-2463 Authorized User Name Price Heneveld et al.	
9. Signature: Signature Marcus P. Dolce Name of Person Signing	Total number of pages including cover sheet, attachments, and document:	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
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P.03

orm PTO-1594 (Rev. 03/05)	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office	
MB Collection 0651-0027 (exp. 6/30/2005) RECORDATION FORM COVER SHEET TRADEMARKS ONLY		
To the Director of the U. S. Patent and Trademark Office: Plea	se record the attached documents or the new address(es) below.	
1. Name of conveying party(les): Alpha Western Corporation Individual(s) General Partnership Limited Partnership	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? No Name: Aquatemp Products, Inc. Internal Address: Street Address: 700 Grand Street	
Corporation- State: Washington Other Citizenship (see guidelines) Additional names of conveying parties attached? Yes N		
3. Nature of conveyance)/Execution Date(s): Execution Date(s) September 12, 2005 X Assignment Merger Security Agreement Change of Name Other	General Partnership Citizenship Limited Partnership Citizenship Corporation Citizenship Illinois Other Citizenship If assignee is not domiciled in the United States, a domestic representative designation is attached: (Designations must be a separate document from assignment)	
4. Application number(s) or registration number(s) an A. Trademark Application No.(s)	nd identification or description of the Trademark. B. Trademark Registration No.(s) 2,551,097 Additional sheet(s) atteched? X Yes No g Date if Application or Registration Number is unknown):	
5. Name & address of party to whom correspondence concerning document should be mailed: Name:		
Internal Address:Street Address:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$	
City: Zip:Phone Number: Fax Number: Email Address:	8. Payment Information: a. Credit Card Last 4 Numbers Expiration Date b. Deposit Account Number Authorized User Name	
9. Signature: Signature Marcus P. Dolce Name of Person Signing	Date Total number of pages including cover gheet, attachments, and document:	

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1450

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P. 04

U.S. DEPARTMENT OF COMMERCE Form PTO-1594 (Rev. 03/05) United States Patent and Trademark Office OMB Collection 0651-0027 (exp. 6/30/2005) RECORDATION FORM COVER SHEET TRADEMARKS ONLY To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below. 2. Name and address of receiving party(ies) Name of conveying party(ies): 7 Yes Alpha Western Corporation Additional names, addresses, or citizenship attached? Name: Aquatemp Products, Inc. Internal Association Individual(s) Address:__ Street Address: 700 Grand Street General Partnership X Corporation- State: Washington City: Allegan ___ Other _____ State: Michigan Citizenship (see guidelines)___ Zip: , 49010 Country: Additional names of conveying parties attached? 🦳 Yes 🔀 No Association Citizenship ____ General Partnership Citizenship 3. Nature of conveyance)/Execution Date(s) : Limited Partnership Citizenship Execution Date(s) September 12, 2005 X Corporation Citizenship Illinois X Assignment Merger Other_____ Citizenship _ If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No Change of Name Security Agreement ___ Other___ (Designations must be a separate document from assignment) 4. Application number(s) or registration number(s) and identification or description of the Trademark. B. Trademark Registration No.(s) A. Trademark Application No.(s) 2.389,240 Additional sheet(s) attached? X Yes No C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): 5. Name & address of party to whom correspondence 6. Total number of applications and concerning document should be mailed: registrations involved: Name: 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$__ internal Address:______ Authorized to be charged by credit card Authorized to be charged to deposit account Street Address: ____ L Enclosed 8. Payment Information: City:__ State: Zip: a, Credit Card Last 4 Numbers ______
Expiration Date _____ Phone Number: b, Deposit Account Number Fax Number: ____ Authorized User Name _____ Email Address: 9. Signature: Signature _ Total number of pages including cover Marcus P. Dolce sheet, attachments, and document:

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Name of Person Signing

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P.05

Form PTO-1594 (Rev. 03/05) DMB Collection 0651-0027 (exp. 8/30/2005)	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office	
RECORDATION FORM COVER SHEET TRADEMARKS ONLY		
	se record the attached documents or the new address(es) below.	
Name of conveying party(les): Alpha Western Corporation	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? No Name: Aquatemp Products, Inc.	
☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation- State: Washington ☐ Other ☐ Other ☐ Citizenship (see guidelines) Additional names of conveying parties attached? ☐ Yes ☒ No. 3. Nature of conveyance)/Execution Date(s): Execution Date(s) September 12, 2005 ☒ Assignment ☐ Merger ☐ Security Agreement ☐ Change of Name ☐ Other	Internal Address: Street Address: 700 Grand Street City: Allegan State: Michigan Country: Zlp: , 49010 Association Citizenship General Partnership Citizenship Limited Partnership Citizenship X Corporation Citizenship Illinois Other Citizenship 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)	
Application number(s) or registration number(s) an A. Trademark Application No.(s)	B. Trademark Registration No.(s) 2,662,110 Additional sheet(s) attached? X Yes No	
C. Identification or Description of Trademark(s) (and Filing 5. Name & address of party to whom correspondence concerning document should be mailed:		
Internal Address: Street Address:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ Authorized to be charged by credit card Authorized to be charged to deposit account Enclosed	
City:	8. Payment Information: a. Credit Card Last 4 Numbers Expiration Date b. Deposit Account Number Authorized User Name	
9. Signature: Signature Marcus P. Dolce	Date Total number of pages including cover sheet, attachments, and document:	

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or malled to:
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Name of Person Signing

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P.06

orm PTO-1594 (Rev. 03/05)	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office	
MB Collection 0651-0027 (exp. 6/30/2005) RECORDATION FO		
TRADEMARKS ONLY		
To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.		
I. Name of conveying party(ies): Alpha Western Corporation	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? X No	
<u></u>	Name: Aquatemp Products, Inc.	
	Internal	
Individual(s) Association	Address:	
General Partnership Limited Partnership	Street Address: 700 Grand Street	
X Corporation- State: Washington	City: Allegan	
Other	State: Michigan	
Citizenship (see guidelines)	Country: Zip: , 49010	
Additional names of conveying parties attached? 🔲 Yes 🔯 N	Association Citizenship	
3. Nature of conveyance)/Execution Date(s) :	General Partnership Citizenship	
	Limited Partnership Citizenship	
Execution Date(s) September 12, 2005	X Corporation Citizenship Illinois	
X Assignment Merger	Other Citizenship	
Security Agreement Change of Name 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)	
4. Application number(s) or registration number(s) a		
A. Trademark Application No.(s)	B. I rademark Registration No.(s)	
	2,023,170	
	Additional sheet(s) attached? X Yes No	
C. Identification or Description of Trademark(s) (and Fillr	ng Date if Application or Registration Number is unknown):	
5. Name & address of party to whom correspondenc concerning document should be mailed:	6. Total number of applications and registrations involved:	
Name:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$	
Internal Address:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ Authorized to be charged by credit card	
	Authorized to be charged by credit card Authorized to be charged to deposit account	
Street Address:	Enclosed	
City:	8. Payment Information:	
State: Zip:	a. Credit Card Last 4 Numbers Expiration Date	
Phone Number:	'	
Fax Number:	b. Deposit Account Number	
Email Address:	Authorized User Name	
9. Signature:		
Signature	Date	
Marcus P. Dolce	Total number of pages including cover 9 sheet, attachments, and document:	
Name of Person Signing	Siecel, officializates and december.	

Documents to be recorded (Including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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P.07

U.S. DEPARTMENT OF COMMERCE Form PTO-1594 (Rev. 03/05) United States Patent and Trademark Office OMB Collection 0651-0027 (exp. 6/30/2005) **RECORDATION FORM COVER SHEET** TRADEMARKS ONLY To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below. 2. Name and address of receiving party(ies) 1. Name of conveying party(ies): Yes Alpha Western Corporation Additional names, addresses, or citizenship attached? Name; Aquatemp Products, Inc. Internal Association Individual(s) Address: Limited Partnership General Partnership Street Address: 700 Grand Street X Corporation- State: Washington City: Allegan Other_ State: Michigan Citizenship (see guidelines)___ Zip: , 49010 Country: Additional names of conveying partles attached? 🔲 Yes 💢 No Association Citizenship General Partnership Citizenship 3. Nature of conveyance)/Execution Date(s): Limited Partnership Citizenship ____ Execution Date(s) September 12, 2005 X Corporation Citizenship Illinois X Assignment __ Merger Other_ . Citizenship . Change of Name If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No Security Agreement (Designations must be a separate document from assignment) Application number(s) or registration number(s) and Identification or description of the Trademark. B. Trademark Registration No.(s) A, Trademark Application No.(s) 2,122,333 Additional sheet(s) attached? X Yes No C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): 5. Name & address of party to whom correspondence 6. Total number of applications and [concerning document should be mailed: registrations involved: Name:_ 7. Total fee (37 CFR 2.6(b)(6) & 3.41) Internal Address: Authorized to be charged by credit card Authorized to be charged to deposit account Street Address: _____ 8. Payment information: City:_ Last 4 Numbers a. Credit Card _____Zip:____ State: Expiration Date _____ Phone Number: _____ b. Deposit Account Number _____ Fax Number: __ Authorized User Name ____ Email Address: ..._ 9. Signature: Signature

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Marcus P. Dolce

Name of Person Signing

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

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P.08

orm PTO-1594 (Rev. 03/05)	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office	
NMB Collection 0651-0027 (exp. 6/30/2005) RECORDATION FORM COVER SHEET TRADEMARKS ONLY		
To the Director of the U. S. Patent and Trademark Office: Plea-	se record the attached documents or the new address(es) below.	
Name of conveying party(les): Alpha Western Corporation	2. Name and address of receiving party(les) Additional names, addresses, or citizenship attached? No Name: Aquatemp Products, Inc. Internal	
Individual(s) Association General Partnership Limited Partnership X Corporation- State: Washington Other Citizenship (see guidelines) Additional names of conveying parties attached? Yes X No	Address:	
3. Nature of conveyance)/Execution Date(s) : Execution Date(s) September 12, 2005 X Assignment	General Partnership Citizenship Limited Partnership Citizenship X Corporation Citizenship Illinois Other Citizenship 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)	
4. Application number(s) or registration number(s) an A. Trademark Application No.(s) C. Identification or Description of Trademark(s) (and Filing)	B. Trademark Registration No.(s) 1,977,056 Additional sheet(s) attached? Yes X No	
5. Name & address of party to whom correspondence concerning document should be mailed: Name:	6. Total number of applications and registrations involved:	
Internal Address: Street Address:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ Authorized to be charged by credit card Authorized to be charged to deposit account Enclosed	
City:Zip:	8. Payment Information: a. Credit Card Last 4 Numbers Expiration Date	
Phone Number: Fax Number: Email Address:	b. Deposit Account Number Authorized User Name	
9. Signature: Signature Marcus P. Dolce	Date Total number of pages including cover g sheet, attachments, and document:	

Documents to be recorded (including cover sheet) should be faxed to (703) 308-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Jan 3 2006 11:56

P. 09

TRADEMARK ASSIGNMENT

WHEREAS, Alpha Western Corporation, a corporation of the state of Washington, having a place of business at 4270 Promenade Way, Suite D, Marina Del Rey, California 90292 ("Assignor"), has adopted, owned and is using the marks listed on the attached Appendix A ("the Marks") in connection with the goods listed with the Marks on the attached Appendix A; and

WHEREAS, Assignor is the owner of record of the federal registration for the Marks on the Principal Register of the United States Patent and Trademark Office in connection with the goods identified therein; and

WHEREAS, Aquatemp Products, Inc., a corporation of the state of Illinois, having a place of business at 700 Grand Street, Allegan, Michigan 49010 ("Assignee"), has acquired all right, title and interest in and to the marks, together with the goodwill symbolized by the Marks, and the registrations thereof in an agreement executed on December 29, 2004;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, together with the goodwill symbolized by the Marks, and the registration thereof, nunc pro tunc.

Witness:

Authorized Officer:

Date:

President

Alpha Western Corporation

TRADEMARK REEL: 003244 FRAME: 0848

APPENDIX A



Registration No.	Mark	Goods
2,114,510	UNI-NUT	Non-metal pipe fittings for flanged pipe used in industrial, residential and commercial plumbing, hydraulic apparatus, pools and spas
2,551,097	TIFEL	Electrical resistance heating elements for use in spa, bath, and water heaters with corrosion resistant coatings
2,389,240	AQUATEMP	Spa, swimming pool, hydrotherapy pool and jetted bath components, namely, air blowers; air buttons and deck plates; heaters; heat exchangers; heat sinks; electric lights; ozone generators; plumbing and specialty fittings, namely, manifolds, plugs, adapters, bushings, elbows, thermowell fittings, couplings, tees, unions, caps, wyes, valves, check valves, heater tail pieces, nuts, nut retainers, air injectors, misting injectors, skimmers, jets, metal sensor housings, thermowells, thermowell nuts, temperature sensor assemblies; pumps; and sauna heaters; spa, swimming pool, hydrotherapy pool and jetted bath components, namely, electrical power extension cords; electrical power extension cord sets; and electrical transformers
2,662,110	ELEKTRA	Water heaters for pools, spas, and hot tubs
2,023,170	ELEKTRA STAR	Water heaters for pools, spas and hot tubs
2,122,333	REDHEAD	Electric water heater assemblies for spas, hot tubs and pools, namely, heating elements, tubular housing, nuts and sensors
1,977,056	SPALARM	Electronic security systems for spas and hot tubs comprised of alarms, proximity sensors and control circuitry

TRADEMARK
REEL: 003244 FRAME: 0849

RECORDED: 01/03/2006