

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hayward Industries, Inc.		09/08/2006	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	H-Tech, Inc.
Street Address:	3411 Silverside Road
Internal Address:	103 Springer Building
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19810
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2454049	AQUA TROL
Registration Number:	2770932	AQUA SOLAR
Registration Number:	2199560	AQUA RITE
Registration Number:	2220090	AQUA PLUS
Registration Number:	2854349	AQUA LOGIC
Serial Number:	78574210	TURBO CELL

CORRESPONDENCE DATA

Fax Number: (973)624-7070
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 973-622-4444
 Email: jagostino@mccarter.com
 Correspondent Name: Joseph Agostino
 Address Line 1: 100 Mulberry Street

CH \$165.00 2454049

Address Line 2: 4 Gateway Center
Address Line 4: Newark, NEW JERSEY 07101

ATTORNEY DOCKET NUMBER: 96964/00811

NAME OF SUBMITTER: Joseph Agostino

Signature: /Joseph Agostino/

Date: 09/12/2006

Total Attachments: 3
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TRADEMARK ASSIGNMENT

WHEREAS, HAYWARD INDUSTRIES, INC., a company organized under the laws of the State of New Jersey ("Assignor"), owns the trademarks listed in Schedule A attached hereto (the "Marks");


WHEREAS, H-TECH, INC., a company organized under the laws of the State of Delaware ("Assignee"), is desirous of acquiring all of Assignor's right, title and interest in and to the Marks and the applications and registrations therefor, together with all of the goodwill of the business associated with the use of and symbolized by the Marks;

NOW, THEREFORE, for and in consideration of ten dollars (\$10.00) and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto the Assignee, its successors and assigns, its entire right, title and interest to the Marks and the applications and registrations therefor, together with all of the Assignor's goodwill of the business associated with the use of and symbolized by the Marks along with all claims for damages by reason of past, present, and future infringement of the rights assigned under this Trademark Assignment, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns, and other legal representatives, as fully and entirely as if the same would have been held and enjoyed by Assignor if this transfer to Assignee had not been made.

Assignor agrees that upon request and at the expense of the Assignee, its successors or assigns, it shall execute and deliver any papers which may be reasonably necessary or desirable fully to secure to the Assignee, its successors and assigns, the rights assigned hereby.

IN WITNESS WHEREOF, Assignor and Assignee, by their duly authorized officers, do hereby execute this Trademark Assignment.

HAYWARD INDUSTRIES, INC.

By: 
Name: Andrew J. Diamond
Title: Vice-President

Dated: September 8, 2006

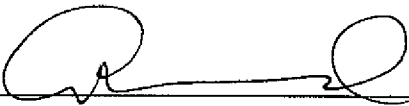
On this 8th day of September, 2006, before me personally came the above-named ANDREW DIAMOND to me personally known as the individual who executed the foregoing instrument, who acknowledged to me the same was executed by him of his own free will for the uses and purposes therein mentioned.


Notary Public

LORRAINE J. MARCZAK
NOTARY PUBLIC
STATE OF NEW JERSEY
MY COMMISSION EXPIRES MARCH 8, 2009

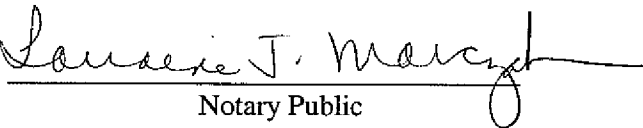
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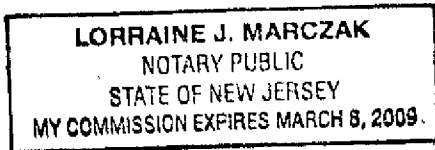
H-TECH, INC.

By: 
Name: Andrew J. Diamond
Title: President

Dated: September 8, 2006

On this 8th day of September, 2006, before me personally came the above-named ANDREW J. DIAMOND to me personally known as the individual who executed the foregoing instrument, who acknowledged to me the same was executed by him of his own free will for the uses and purposes therein mentioned.


Notary Public



SCHEDULE A

Registered Trademarks

<u>Mark</u>	<u>U.S. Registration No.</u>	<u>Registration Date</u>
AQUA SOLAR	2,770,932	October 7, 2003
AQUA LOGIC	2,854,349	June 15, 2004
AQUA TROL	2,454,049	May 22, 2001
AQUA RITE & DESIGN	2,199,560	October 27, 1998
AQUA PLUS & DESIGN	2,220,090	January 26, 1999

Pending Trademark Applications

<u>Mark</u>	<u>U.S. Appln. No.</u>	<u>Filing Date</u>
TURBO CELL	78/574,210	February 24, 2005