

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
Marinize Products Corporation		01/01/2007	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	W.M. Barr & Company, Inc.
Street Address:	2105 Channel Avenue
City:	Memphis
State/Country:	TENNESSEE
Postal Code:	38101
Entity Type:	CORPORATION: TENNESSEE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3134154	MOLD ARMOR
Registration Number:	3024772	DRAINQUIK
Registration Number:	2958530	GREASEAID
Registration Number:	3006516	STAINAID
Registration Number:	2890278	VERDAGRO
Registration Number:	2890277	SEPTIQUIK
Registration Number:	2968246	ACTIONCHEM
Registration Number:	2872778	SOLUTIONEX
Registration Number:	2931720	SPRINKLERITE
Registration Number:	3069975	MILTROL
Registration Number:	2880103	TILEAID
Registration Number:	2617886	NO-RUST
Registration Number:	1954268	RUSTAID
Registration Number:	2005520	DE-STAIN

OP \$390.00 3134154

Serial Number:

78923888

ALLERBAN

CORRESPONDENCE DATA

Fax Number: (901)577-0769

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 901-577-2336

Email: jtanghal@bakerdonelson.com

Correspondent Name: Lea Hall Speed

Address Line 1: 165 Madison Avenue, Suite 2000

Address Line 4: Memphis, TENNESSEE 38103

ATTORNEY DOCKET NUMBER:

2789074-37 MARINIZE PRODU

NAME OF SUBMITTER:

lea hall speed

Signature:

/lea hall speed/

Date:

01/12/2007

Total Attachments: 8

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**GENERAL ASSIGNMENT OF
INTELLECTUAL PROPERTY RIGHTS**

This Assignment is being executed and delivered pursuant to an Asset Purchase Agreement dated as of January 1, 2007 (the "Purchase Agreement"), between MARINIZE PRODUCTS CORPORATION ("Assignor") and W.M. Barr & Company, Inc. ("Assignee").

Pursuant to the provisions of the Purchase Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confirmed, Seller does hereby sell, assign, transfer and convey to Assignee the remaining intangible intellectual property rights not otherwise assigned but included within the meaning of "Intellectual Property Rights" as set forth in Section 1(c) of the Purchase Agreement.

Assignor covenants and agrees that, after the date of this General Assignment, Assignor will provide Assignee appropriate deeds of assignment and other documents that Assignee may reasonably require to complete the transfer of title to the remaining Intellectual Property Rights to Assignee.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer, effective as of the 1st day of January, 2007.

MARINIZE PRODUCTS CORPORATION

By: *Roy Moore*

Name: *Roy Moore*

Title: *PRESIDENT*

164871_1

STATE OF Florida
COUNTY OF DADE

Personally appeared before me, Jane Smith, a Notary Public, Roy Moore with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the President of the maker, Marinize Products Corporation, and is authorized by the maker, to execute this instrument on behalf of the maker.

WITNESS my hand, at office, this 2nd day of JAN., 2007.



Jane Smith
Notary Public

My Commission Expires:
July 4, 2008

GENERAL ASSIGNMENT OF TRADEMARKS

WHEREAS, MARINIZE PRODUCTS CORPORATION, a Florida corporation, located at 4006 NW 124th Avenue, Coral Springs, Florida 33065, United States of America (“Assignor”) is the owner of all right, title and interest in and to the following trademarks which are registered in the United States Patent Office:

<u>MARK</u>	<u>DATE</u>	<u>REGISTRATION NO.</u>
Mold Armor	8/22/2006	3134154
Drainquik	12/06/2005	3024772
Greaseaid	5/31/2005	2958530
Stainaid	10/11/2005	3006516
Verdagro	9/28/2004	2890278
Septiquik	9/28/2004	2890277
Actionchem	7/12/2005	2968246
Solutionex	8/10/2004	2872778
Sprinklerite	3/8/2005	2931720
Miltrol	3/21/2006	3069975
Tileaid	8/31/2004	2880103
No-Rust	9/10/2002	2617886
Rustaid	2/6/1996	1954268
De-Stain	10/8/1996	2005520
Allerban*		

WHEREAS, W.M. Barr & Company, Inc., a Tennessee corporation, whose principal place of business is 2105 Channel Avenue, Memphis, Tennessee 38101 (“Assignee”), is desirous

* Filed 7/06/2006, Serial No. 7892388

of acquiring said trademark registrations together with all its rights in the trademarks represented thereby and the goodwill appurtenant thereto;

NOW, THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and convey to Assignee the entire right, title and interest in and to said trademark registrations and all trademark rights represented thereby, together with the good will of the business appurtenant thereto and symbolized by said trademarks, the same to be held and enjoyed by Assignee for its own use and benefit as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made.

Assignor covenants and agrees that, after the date of this General Assignment, Assignor will provide Assignee with any further deeds of assignment or other documents required to complete the transfer of title therein to Assignee, in form suitable for recordation in the countries in which said trademarks applications and registrations reside.

IN WITNESS THEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer, effective as of the 1st day of January, 2007.

MARINIZE PRODUCTS CORPORATION

By: *Roy Moore*

Name: *ROY MOORE*

Title: *PRESIDENT*

STATE OF Florida
COUNTY OF DADE

Personally appeared before me, Janice Smith, a Notary Public, _____
Roy Moore, with whom I am personally acquainted, and who acknowledged that he
executed the within instrument for the purposes therein contained, and who further
acknowledged that he is the president of the maker, Marinize Products
Corporation, and is authorized by the maker, to execute this instrument on behalf of the maker.

WITNESS my hand, at office, this 2ND day of Jan. 2007.



Janice Smith
Notary Public

My Commission Expires:

July 4, 2008

**CERTIFICATE OF WARRANTIES AND REPRESENTATIONS
OF
MARINIZE PRODUCTS CORPORATION**

I, the undersigned, do hereby certify that I am the duly elected and acting PRESIDENT of MARINIZE PRODUCTS CORPORATION ("the Corporation").

I further certify that the warranties and representations made by the Corporation in the Asset Purchase Agreement dated as of January 1, 2007 (the "Purchase Agreement"), between the Corporation and W.M. Barr & Company, Inc. are true and correct as of the date written below.

I further certify that the Corporation has taken all requisite actions necessary to consummate the transactions contemplated by the Agreement.


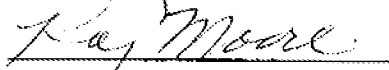
IN WITNESS WHEREOF, I have hereunto subscribed my hand as of the 1st day of January, 2007.

By: Roy Moore
Name: Roy Moore
Title: PRESIDENT

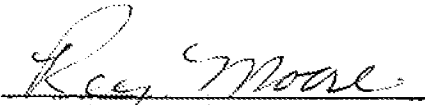
**CERTIFICATE OF INCUMBENCY
OF
MARINIZE PRODUCTS CORPORATION**

I, the undersigned, do hereby certify that I am the duly elected and acting Secretary of MARINIZE PRODUCTS CORPORATION ("the Corporation").

I further certify that the following persons are duly elected and incumbent officers of the Corporation, authorized to act pursuant to the resolutions of the Corporation, holding the respective office set forth below opposite their names, and the signatures set opposite their names are genuine:

<u>Name</u>	<u>Office</u>	<u>Signature</u>
<u>Lisa Moore</u>	<u>Officer</u>	<u></u>
<u>Roy Moore</u>	<u>President/Sec.</u>	<u></u>

IN WITNESS WHEREOF, I have hereunto subscribed my hand as of the 1st day of January, 2007.


Roy Moore
Secretary