

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                           |
|------------------------------|---------------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT            |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST RELEASE |

**CONVEYING PARTY DATA**

| Name  | Formerly | Execution Date | Entity Type             |
|---|----------|----------------|-------------------------|
| PRUDENTIAL INVESTMENT MANAGEMENT, INC. as Collateral Agent on Behalf and for the Benefit of the Secured Parties |          | 07/17/2007     | CORPORATION: NEW JERSEY |

**RECEIVING PARTY DATA**

|                        |                                    |
|------------------------|------------------------------------|
| <b>Name:</b>           | RAYNE CORPORATION                  |
| <b>Street Address:</b> | 11726 SAN VICENTE BLVD., SUITE 300 |
| <b>City:</b>           | LOS ANGELES                        |
| <b>State/Country:</b>  | CALIFORNIA                         |
| <b>Postal Code:</b>    | 90049                              |
| <b>Entity Type:</b>    | CORPORATION: CALIFORNIA            |

**PROPERTY NUMBERS Total: 5**

| Property Type        | Number  | Word Mark                  |
|----------------------|---------|----------------------------|
| Registration Number: | 2466922 | FOR THE WATER IN YOUR LIFE |
| Registration Number: | 0879932 |                            |
| Registration Number: | 0700965 | RAYNE                      |
| Registration Number: | 0844761 | RAYNE                      |
| Registration Number: | 0844760 | RAYNE WATER CONDITIONING   |

**CORRESPONDENCE DATA**

Fax Number: (213)226-4028  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (213) 488-7100  
 Email: kevin.davis@pillsburylaw.com  
 Correspondent Name: BRIAN S. STERN, ESQ.  
 Address Line 1: PILLSBURY WINTHROP SHAW PITTMAN LLP  
 Address Line 2: 725 SOUTH FIGUEROA STREET, SUITE 2800

**CH \$140.00 2466922**

Address Line 4: LOS ANGELES, CALIFORNIA 90017-5406

|                         |                |
|-------------------------|----------------|
| ATTORNEY DOCKET NUMBER: | 026117-0000006 |
|-------------------------|----------------|

|                    |                |
|--------------------|----------------|
| NAME OF SUBMITTER: | BRIAN S. STERN |
|--------------------|----------------|

|            |                  |
|------------|------------------|
| Signature: | /Brian S. Stern/ |
|------------|------------------|

|       |            |
|-------|------------|
| Date: | 07/20/2007 |
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| Total Attachments: 2<br>source=Security Release#page1.tif<br>source=Security Release#page2.tif |
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RELEASE OF SECURITY INTEREST

This Release of a Security Interest is made this 7th day of July, 2007, by Prudential Investment Management, Inc., as collateral agent on behalf of and for the benefit of the secured parties (in such capacity as the "Grantee"). Capitalized terms used, but not otherwise defined herein, shall have the meanings given to such terms in the Security Agreement (as defined below).

WHEREAS, reference is made to the Security Agreement dated November 22, 2005 ("Security Agreement") by and among Rayne-San Diego, Inc., a California corporation, Residential Services Management Group, LLC, a Delaware limited liability company, Rayne Corporation, a California corporation, Rayne Dealership Corporation, a California corporation, Cal Soft Water Service, Inc., a Delaware corporation, SMSWC, Inc., a Utah corporation, Boncor Water Systems, LLC, a Delaware limited liability company, Rayne Water Conditioning, Inc., an Arizona corporation (each a "Grantor" and, collectively, the "Grantors") in favor of Grantee; and


WHEREAS, in connection with the Security Agreement, Rayne Corporation ("RC") granted to Grantee a security interest in its Trademarks ("Collateral") (as defined in the Security Agreement), including without limitation the Trademarks set forth on Schedule A attached hereto hereto and the Security Agreement was recorded at the United States Patent and Trademark Office at Reel 003208 and Frame 0313 on November 22, 2005; and

WHEREAS, RC has fully paid its Secured Obligations (as defined in the Security Agreement), and Grantee desires to release and discharge its security interest in the Collateral, including without limitation the Trademarks identified on Schedule A hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Grantee hereby releases and remits to RC any and all right, title and interest in and to the Collateral, including without limitation the Trademarks identified on Schedule A attached hereto, and hereby authorizes RC or RC's authorized representative to (i) record this Release with the United States Patent and Trademark Office and United States Copyright Office and, (ii) file UCC-3 termination statements with the applicable filing office in connection with all UCC-1 financing statements filed by Grantee against RC.

IN WITNESS WHEREOF, Grantee duly executes this Release by its duly authorized officer as of the day and year first above written.

PRUDENTIAL INVESTMENT MANAGEMENT, INC.

By:   
Name: Matthew J. Douglass  
Title: Vice Pres. Genl  
Dated: July 17, 2007

**SCHEDULE A**

**U.S. TRADEMARKS**

| <b>REGISTRATION NO.</b> | <b>MARK</b>                       | <b>REGISTRATION DATE</b>       |
|-------------------------|-----------------------------------|--------------------------------|
| 2466922                 | FOR THE WATER IN YOUR LIFE        | 7/10/01                        |
| 0879932                 | Design only (water droplets)      | 11/4/69<br>(Renewed – 11/4/89) |
| 0700965                 | RAYNE (Stylized)                  | 7/12/60<br>(Renewed – 7/12/00) |
| 0844761                 | RAYNE                             | 2/20/68<br>(Renewed – 2/20/88) |
| 0844760                 | RAYNE WATER CONDITIONING & Design | 2/20/68<br>(Renewed – 2/20/88) |