

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/20/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sta-Rite Industries, LLC		11/30/2007	LIMITED LIABILITY COMPANY: WISCONSIN

RECEIVING PARTY DATA

Name:	Sta-Rite Pool, LLC
Street Address:	1620 Hawkins Avenue
City:	Sanford
State/Country:	NORTH CAROLINA
Postal Code:	27330
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	1094986	DURA*GLAS
Registration Number:	2819955	GREAT WHITE
Registration Number:	1488159	MAX-E-GLAS
Registration Number:	2181371	MAX-E-THERM
Registration Number:	2375569	POOLSHARK
Registration Number:	2477807	POSI-RING
Registration Number:	1117195	POSI*FLO
Registration Number:	1787826	STA-RITE
Registration Number:	1372356	SUNLITE
Registration Number:	1392268	SUNSTAR
Registration Number:	0635410	SWIMQUIP
Registration Number:	1766651	SYSTEM 3 FILTRATION

CH \$415.00 1094986

Registration Number:	0767494	TURBO-CLEAN
Registration Number:	1785414	ULTRA JET
Registration Number:	2430992	VICO
Registration Number:	2416280	WOW! WHIRLPOOL OPERATING WONDER

CORRESPONDENCE DATA

Fax Number: (330)376-4577
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3303762700
Email: tlink@ralaw.com
Correspondent Name: Terrence H. Link II
Address Line 1: 222 S Main St
Address Line 4: Akron, OHIO 44308

ATTORNEY DOCKET NUMBER:	067920STA-RITE
NAME OF SUBMITTER:	Terrence H. Link II
Signature:	/Terrence H. Link II/
Date:	12/26/2007

Total Attachments: 2
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**NUNC PRO TUNC
TRADEMARK ASSIGNMENT**

WHEREAS, STA-RITE INDUSTRIES, LLC (the "Assignor"), a limited liability company organized and existing under the laws of the state of Wisconsin, and having a business address of 293 Wright Street, Delavan, WI 53115, has adopted and is using, used, or considered using the trademarks listed on Schedule A hereto, and the goodwill of the business symbolized by the such trademarks; and

WHEREAS, STA-RITE POOL, LLC (the "Assignee"), a limited liability company organized and existing under the laws of the State of Delaware, and having a business address of 1620 Hawkins Avenue, Sanford, NC 27330, desires to acquire the said trademarks and any and all registrations and applications thereof and their associated goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns unto Assignee, effective as of December 20, 2006: (a) the full world-wide right, title and interest in and to the trademarks listed in Schedule A and their associated goodwill, and (b) all rights, interests, claims, demands, and damages, recoverable in law or in equity, that Assignor has or may have for past and future infringements of said trademarks, including, without limitation, the right to compromise, sue for and collect profits and damages; the same to be held and enjoyed by Assignee, its successors and assigns or their legal representatives, as fully and entirely as the same might or could have been held and enjoyed by Assignor had this Assignment not been made

Assignor agrees to execute such other documents or instruments and take such reasonable actions as may be reasonably requested by Assignee to effectuate the assignment of the trademarks as described above.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the 30th day of NOVEMBER, 2007.

**ASSIGNOR
STA-RITE INDUSTRIES, LLC**

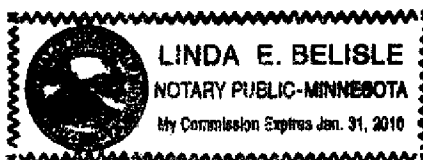
By: Angela D. Lageson
Name: ANGELA D. LAGESON
Title: ASSISTANT SECRETARY

STATE OF MINNESOTA)
HENNEPIN COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that ANGELA D. LAGESON whose name as ASSISTANT SECRETARY of Sta-Rite Industries, LLC, a Wisconsin limited liability company, is signed to the foregoing instrument, and who is known to me, or acknowledged before me on this day that, being informed of the contents of this instrument, he or she as such representative, and with full authority, executed the same voluntarily for and as the act of said company.

Given under my hand and seal of office this 30th day of NOVEMBER, 2007.

Linda E. Belisle
Notary Public



SCHEDULE A

MARK	U.S. REG. NO./APP. NO.	U.S. REG. DATE/FILED DATE
Dura*glas	1094986	July 4, 1978
Great White	2819955	March 2, 2004
Max-E-Glas	1488159	May 17, 1988
Max-E-Therm	2181371	August 11, 1998
PoolShark	2375569	August 8, 2000
Posi-Ring	2477807	August 14, 2001
Posi*Flo	1117195	May 1, 1979
Sta-Rite	1787826	August 17, 1993
Sunlite	1372356	November 26, 1985
Sunstar	1392268	May 6, 1986
Swimquip	0635410	October 9, 1956
System 3 Filtration	1766651	April 20, 1993
Turbo-Clean	0767494	March 31, 1964
Ultra Jet	1785414	August 3, 1993
Vico	2430992	February 27, 2001
Wow! Whirlpool Operating Wonder and Design	2416280	December 26, 2000

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