

# TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Latham Manufacturing Corp.		12/30/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wachovia Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	1525 W.T. Harris Blvd.		
<b>Internal Address:</b>	Mail Code: NC 0680		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28262		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2444031	PERFORMANCE VINYL	
Registration Number:	2564905	NOTHING'S AS COOL AS A POOL.	
Registration Number:	2656870	PERFORMANCE LADDER	
Registration Number:	2495496	PERFORMANCE SAFETY COVER	
Registration Number:	2408045	PERFORMANCE POOL PRODUCTS	
Serial Number:	77294487	BIO-SHADE	
Serial Number:	77230604	IPOOL	
Serial Number:	77214680	LITEPRO	
Serial Number:	77214663	PROTEX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(919)416-8328		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
<b>Phone:</b>	9192868041		

OP \$240.00 2444031

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**TRADEMARK**  
**REEL: 003831 FRAME: 0601**

Email: pto\_tmconfirmation@mvalaw.com  
Correspondent Name: Moore & Van Allen PLLC  
Address Line 1: 430 Davis Drive  
Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	512485.5033 SWIMST JES
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NAME OF SUBMITTER:	John E. Slaughter
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Signature:	/John E. Slaughter/
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Date:	08/07/2008
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**Total Attachments: 4**

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**NOTICE**  
**OF**  
**GRANT OF SECURITY INTEREST**  
**IN**  
**TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 30, 2004 (the "Security Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark</u> <u>Registration No.</u>	<u>Description of</u> <u>Trademark</u>	<u>Date of Trademark</u>
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See attached Exhibit A

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark</u> <u>Applied For</u>	<u>Date of Trademark</u> <u>Application</u>
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See attached Exhibit A

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any patent or patent application.

Very truly yours,

**LATHAM MANUFACTURING CORP.,**  
a Delaware Corporation

By: 

Name: Mark Laven

Title: President & CEO

Acknowledged and Accepted:

Wachovia Bank, National Association

By: \_\_\_\_\_

Name:

Title:

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any patent or patent application.


Very truly yours,

**LATHAM MANUFACTURING CORP.,**  
a Delaware Corporation

By: \_\_\_\_\_  
Name:  
Title:

Acknowledged and Accepted:

Wachovia Bank, National Association

By:   
Name: REGINA D. DAWSON  
Title: MANAGING DIRECTOR

**Exhibit A**

**Latham Manufacturing Corp.  
(Delaware Corporation)**

U.S. Trademarks

**Registered Marks**

Mark	Registration No.	Registration Date
PERFORMANCE VINYL	2444031	04/17/01
NOTHING'S AS COOL AS A POOL	2564905	04/30/02
PERFORMANCE LADDER	2656870	12/03/02
PERFORMANCE SAFETY COVER	2495496	10/09/01
PERFORMANCE POOL PRODUCTS	2408045	11/28/00

**Pending Applications**

Mark	Application No.	Filing Date
BIO-SHADE	77294487	10/02/07
IPOOL	77230604	07/16/07
LITEPRO	77214680	06/25/07
PROTEX	77214663	06/25/07