

Form PTO-1594 (Rev. 08/08)  
OMB Collection 0651-0027 (exp. 8/31/2008)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

SMP INVESTMENTS, L.L.C.

- Individual(s)
- General Partnership
- Corporation- State: \_\_\_\_\_
- Other LIMITED LIABILITY COMPANY
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: TD BANK, N.A.

Internal Address: \_\_\_\_\_

Street Address: 1900 MARKET STREET

City: PHILADELPHIA

State: PA

Country: USA Zip: 19103

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- Other: \_\_\_\_\_ Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance / Execution Date(s) :**

Execution Date(s) SEPTEMBER 18, 2008

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

77331613

B. Trademark Registration No.(s)

3461931

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

Prepare for Each Day

Renew for Each Day

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: PAUL H. SHUR, ESQ.

Internal Address: SILLS CUMMIS & GROSS P.C.

Street Address: 650 COLLEGE ROAD EAST

City: PRINCETON

State: NJ Zip: 08540

Phone Number: 609-227-4665

Fax Number: 609-227-4646

Email Address: PSHUR@SILLSCUMMIS.COM

**6. Total number of applications and registrations involved:**

2

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$65.00**

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 03-1250

Authorized User Name Paul H. Shur

**9. Signature:**

Signature

Date

Paul H. Shur

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 8

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1460

CH \$65.00 031250 77331613

*Continuation of information in Item 1 .....*

**Name of conveying party(ies):**

**KOI SPA INTERNATIONAL, LLC**



**SUPPLEMENT  
TO  
TRADEMARK SECURITY AGREEMENT**

This Supplement ("Supplement") is made this 18<sup>th</sup> day of SEPTEMBER, 2008 to the Trademark Security Agreement ("Agreement") dated January 26, 2007 by **SMP INVESTMENTS, L.L.C., CAN DO, L.L.C., CAN DO - SHORT HILLS, L.L.C., CAN DO - EDGEWATER, L.L.C., CAN DO - PRINCETON, L.L.C., KOI SPA INTERNATIONAL, LLC, KOI SPA-EDGEWATER, LLC and KOI SPA-PRINCETON, LLC**, each a New Jersey limited liability company (each, a "Borrower" and collectively, "Borrowers"), and delivered to **TD Bank, N.A., successor by merger to Commerce Bank, N.A.**, having an address of 1900 Market Street, Philadelphia PA 19103 ("Lender").

The Borrower has acquired rights to the new Trademarks set forth on Schedule A attached hereto, and made a part of the Agreement. In accordance with paragraph 4(b) of the Agreement, the new Trademarks are deemed part of the Trademarks. Schedule A attached hereto is a supplement to, and not a replacement of, Schedule A attached to the Agreement.

Except as specifically modified herein, all of the terms and conditions of the Agreement, and the certificates and other documents executed or referred to in connection therewith, remain in full force and effect and any term in initial capitals and not otherwise defined herein has the meaning ascribed thereto in the Agreement.

**IN WITNESS WHEREOF**, the parties hereto have executed this Supplement the day and year first above written.

Witness: John A. Polevoy

Print Name: John A. Polevoy  
**POLEVOY**

**SMP INVESTMENTS, L.L.C.**

By: Stuart M. [Signature]

Print Name: **STUART M.**  
Title: **Manager**

Witness: John A. Polevoy

Print Name: John A. Polevoy  
**POLEVOY**

**CAN DO, L.L.C.**

By: Stuart M. [Signature]

Print Name: **STUART M.**  
Title: **Manager**

Witness: John A. Polevoy

John A. Polevoy

**CAN DO - SHORT HILLS,**

L.L.C. John A Adams  
John A Adams

Print Name:  
**POLEVOY**

By: Stuart M.  
Print Name: **STUART M.**

Title: **Manager**

*Signatures continued .....*  
*.... continuation of signatures to Supplement to Trademark Security Agreement*

Witness: John A Adams  
L.L.C. John A Adams

Print Name:  
**POLEVOY**

**CAN DO - EDGEWATER,**

By: Stuart M.  
Print Name: **STUART M.**

Title: **Manager**

Witness: John A Adams  
L.L.C. John A Adams

Print Name:  
**POLEVOY**

**CAN DO - PRINCETON,**

By: Stuart M.  
Print Name: **STUART M.**

Title: **Manager**

Witness: John A Adams  
INTERNATIONAL, LLC John A Adams

Print Name:  
**POLEVOY**

**KOI SPA**

By: Stuart M.  
Print Name: **STUART M.**

Title: **Manager**

Witness: John A Adams  
LLC John A Adams

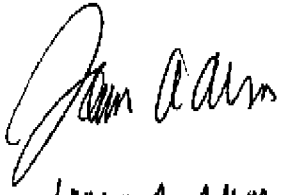
Print Name:  
**POLEVOY**

**KOI SPA - EDGEWATER,**

By: Stuart M.  
Print Name: **STUART M.**

Title: **Manager**

Witness:  
LLC



John A Adlam

Print Name:  
**POLEVOY**

**KOI SPA - PRINCETON,**

By:



Print Name: **STUART M.**

Title: **Manager**

**Approved and Accepted:  
TD Bank, N.A.**

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Witness:

KOI SPA - PRINCETON, LLC

Print Name: \_\_\_\_\_

By: \_\_\_\_\_  
Print Name: STUART M. POLEVOY  
Title: Manager

Approved and Accepted:

TD BANK, N.A.

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

*[Handwritten Signature]*  
KAWAII JONES  
VP

**Schedule A**

<b><u>BORROWER</u></b>	<b><u>TRADEMARK</u></b>	<b><u>APPLICATION OR REGISTRATION NO.</u></b>	<b><u>FILING DATE</u></b>
Koi Spa International, LLC	RENEW FOR EACH DAY	3461931	11-16-07
SMP Investments, L.L.C.	PREPARE FOR EACH DAY	77331613	11-16-07

STATE OF NEW JERSEY

SS:

COUNTY OF ESSEX

On this 18 day of March, 2008, before me personally appeared **STUART M. POLEVOY**, to me known and being duly sworn, deposes and says that he is the Manager of **SMP INVESTMENTS, L.L.C., CAN DO, L.L.C., CAN DO - SHORT HILLS, L.L.C., CAN DO - EDGEWATER, L.L.C., CAN DO - PRINCETON, L.L.C., KOI SPA INTERNATIONAL, LLC, KOI SPA-EDGEWATER, LLC and KOI SPA-PRINCETON, LLC**, the entities described in the foregoing Agreement; that he signed the Agreement thereto as such manager pursuant to the authority vested in him by law; that the within Agreement is the voluntary act of such entities; and he desires the same to be recorded as such.

*JOHN A ADAMS, AN ATTORNEY AT LAW OF THE STATE OF NEW JERSEY*

*John A Adams*