

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
DM Industries, Ltd.		03/04/2010	LIMITED PARTNERSHIP: FLORIDA
<b>RECEIVING PARTY DATA</b>			
Name:	MAAX Spas Industries Corp.		
Street Address:	25605 South Arizona Avenue		
City:	Chandler		
State/Country:	ARIZONA		
Postal Code:	85248		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	2777984	VITA SPA	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(602)648-7009		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	mmorris@perkinscoie.com		
Correspondent Name:	Michelle M. Morris		
Address Line 1:	2901 North Central Avenue		
Address Line 2:	Suite 2000		
Address Line 4:	Phoenix, ARIZONA 85012		
ATTORNEY DOCKET NUMBER:	69754-4000 VITA SPA		
NAME OF SUBMITTER:	Michelle M. Morris		
Signature:	/Michelle M. Morris/		
Date:	03/11/2010		

CH \$40.00 2777984

Total Attachments: 3

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## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") dated as of March 4, 2010 (the "Effective Date"), is made by and between DM INDUSTRIES, LTD., a limited partnership formed under the laws of Florida ("Assignor"), and MAAX SPAS INDUSTRIES CORP., a Delaware corporation ("Assignee").

### RECITALS

A. Assignor owns, has adopted, has used, and is using and/or has a continuing bona fide intent to use the mark identified on Schedule A attached hereto (the "Mark") in connection with its business of manufacturing, marketing and selling therapeutic bath systems and whirlpool tubs for indoor use and outdoor hot tubs and swim spas (the "Business") and is the owner of all right, title and interest in and to the registration for the Mark and the common law rights in and to the Mark;

B. Assignor and Assignee entered into that certain Asset Purchase Agreement dated as of October 9, 2009 (the "Purchase Agreement"), which provides for, among other things, the assignment of the Mark, and the registration therefor, to Assignee; and

C. Assignor desires to assign to Assignee, and Assignee desires to acquire from Assignor, all of Assignor's right, title and interest in and to the Mark, together with the goodwill associated therewith and the common law rights therein, pursuant to the terms and conditions of this Assignment.

### AGREEMENT

NOW, THEREFORE, in consideration of the foregoing, the mutual covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment. Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, all of its right, title and interest in and to the Mark, the registration therefor, including the registration set forth in the attached Schedule A, together with all of the goodwill of the Business associated with the Mark, the common law rights in and to the Mark and the right to enforce any rights and file any causes of action, including the right to recover damages for any past, present or future infringement, misappropriation and/or dilution of the Mark.
2. Acceptance. Assignee hereby accepts the foregoing assignment of the Mark.
3. Further Assurances. Assignor agrees to execute all instruments and documents and do such additional acts as Assignee may deem necessary or desirable to effect, evidence, record and perfect the sale, assignment, transfer and recordation of the rights being assigned hereunder.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their duly authorized officers as of the Effective Date.

**ASSIGNOR:**

**DM INDUSTRIES, LTD.**, a Florida limited partnership

By: [Signature]

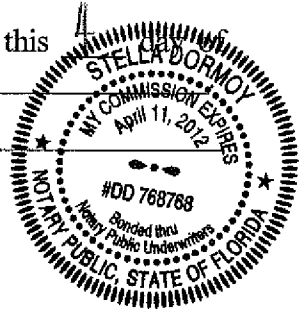
Name: Eric Dormoy

Title: CEO

STATE OF Florida )  
County of Dade ) ss.

The foregoing instrument was acknowledged and sworn to before me this March, 2010 by Eric Dormoy

[Signature]  
Notary Public



My Commission Expires:  
11 April 2012

**ASSIGNEE:**

**MAAX SPAS INDUSTRIES CORP.**, a Delaware corporation

By: [Signature]

Name: John R. Johnson

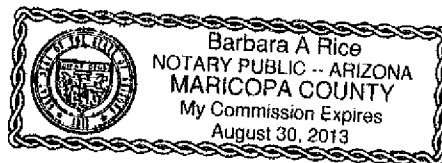
Title: PRESIDENT

STATE OF Arizona )  
County of Maricopa )

The foregoing instrument was acknowledged and sworn to before me this 10 day of March, 2010 by John R. Johnson

[Signature]  
Notary Public

My Commission Expires:  
August 30, 2013



**SCHEDULE A**

**MARK**

<u>Trademark</u>	<u>Current Owner of Record</u>	<u>Registration No.</u>	<u>Registration Date</u>
VITA SPA	D M Industries Limited	2777984	October 28, 2003