

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bestway USA, Inc.		10/14/2011	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bestway Inflatables & Material Corp.		
<b>Street Address:</b>	3065 Cao An Road		
<b>City:</b>	Shanghai		
<b>State/Country:</b>	CHINA		
<b>Postal Code:</b>	201812		
<b>Entity Type:</b>	CORPORATION: CHINA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3006232	LEISAIR	
Registration Number:	2972164	FILL N' FUN	
Registration Number:	3169097	SURF AND SUN	
Registration Number:	3268729	SPLASH AND PLAY	
Registration Number:	2967876	HYDRO FORCE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(414)225-9753		
<b>Phone:</b>	4142259755		
<b>Email:</b>	docketing@boylefred.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Boyle Fredrickson, S.C.		
<b>Address Line 1:</b>	840 N. Plankinton Avenue		
<b>Address Line 4:</b>	Milwaukee, WISCONSIN 53203		
<b>ATTORNEY DOCKET NUMBER:</b>	1418.000		

CH \$140.00 3006232

**900205017**

**TRADEMARK**  
**REEL: 004644 FRAME: 0208**

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:	Adam L. Brookman
Signature:	/Adam L. Brookman/
Date:	10/19/2011

Total Attachments: 3

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TRADEMARK ASSIGNMENT

WHEREAS, Bestway USA, Inc., having an address of 19 Industrial Lane, Johnston, RI 02919, a corporation of Delaware, ("Assignor") is the owner of the entire right, title and interest in and to the trademarks listed on attached Schedule A (hereinafter the "Trademarks") and the goodwill of the business symbolized thereby; and

WHEREAS, Bestway Inflatables & Material Corp., having an address of 3065 Cao An Road, Shanghai, 201812, China, a corporation of China, desires to acquire Assignor's entire right, title and interest in and to the Trademarks worldwide, and the goodwill of the business symbolized thereby;

**NOW THEREFORE, TO ALL WHOM IT MAY CONCERN:** Be it known that in consideration of the payment of ASSIGNEE to ASSIGNOR of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE the full and exclusive right, title and interest to said TRADEMARKS, including the goodwill associated therewith.

ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale.

Bestway USA, Inc.

By: 

Name: Zhu Qiang

Title: President

Date: Oct 14th 2011

**SCHEDULE A**

TRADEMARK REGISTRATIONS

<b>Country</b>	<b>Registration No.</b>	<b>Mark</b>
US	3006232	LEISAIR
US	2972164	FILL N' FUN
US	3169097	SURF AND SUN
US	3268729	SPLASH AND PLAY
US	2967876	HYDRO FORCE

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**RECORDED: 10/19/2011**

**TRADEMARK  
REEL: 004644 FRAME: 0212**