

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Lawson Aquatics, Inc.		12/30/2011	CORPORATION: FLORIDA
	Robert Lawson		12/30/2011	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA				
Name:	Neptune-Benson, LLC			
Street Address:	6 Jefferson Drive			
City:	Coventry			
State/Country:	RHODE ISLAND			
Postal Code:	02816			
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE			
PROPERTY NUMBERS Total: 9				
	Property Type	Number	Word Mark	
	Registration Number:	3662430	QUIET-FLOW	
	Registration Number:	3659823	HYDROMASTER	
	Registration Number:	3634776	DRAIN THE DECK	
	Registration Number:	2635643	G DRAIN THE DECK	
	Registration Number:	3944612	SUPERGRIP	
	Registration Number:	2203478	GRATE TECHNOLOGIES	
	Registration Number:	3662431	LAWSON AQUATICS	
	Registration Number:	2123164	G	
	Registration Number:	2123356	FAST POOLS START AT THE SURFACE	
CORRESPONDENCE DATA				
Fax Number:	(617)574-7658			
Phone:	617-574-3518			
Email:	smordas@goulstonstorr.com			

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Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Stacey Mordas
Address Line 1: 400 Atlantic Avenue
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Stacey Mordas
Signature:	/s/Stacey A. Mordas
Date:	12/30/2011
Total Attachments: 3 source=Trademark Assignment (EXECUTED)#page1.tif source=Trademark Assignment (EXECUTED)#page2.tif source=Trademark Assignment (EXECUTED)#page3.tif	

TRADEMARK ASSIGNMENT

WHEREAS, Lawson Aquatics, Inc. (“Assignor”) is the owner of record of the trademarks identified in Schedule 1 attached hereto (the “Marks”), which are the subject of the United States trademark registrations listed in such Schedule 1; and

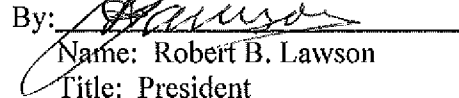
WHEREAS, in connection with the Asset Purchase Agreement, dated as of the date hereof, by and among Assignor, Robert Lawson, and Neptune-Benson, LLC (“Assignee”), Assignor desires to transfer the Marks together with the associated goodwill to Assignee and Assignee desires to acquire such Marks from Assignor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns unto Assignee all of Assignor’s rights, title and interest in and to the Marks, together with (a) the good will of the business symbolized by and associated with the Marks, (b) all applications for registration, registrations, renewals and statements of use thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registration thereof or such associated good will.

Assignor agrees to execute and deliver at Assignee’s reasonable request all papers, instruments, and assignments, and to perform any other acts Assignee may reasonably require, in order to vest in Assignee all of Assignor’s rights, title, and interest in and to the Marks and/or to provide evidence to support any of the foregoing in the event such evidence is reasonably deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.



IN WITNESS WHEREOF, Assignor has caused this assignment to be duly executed as of the 30th day of December, 2011.

LAWSON AQUATICS, INC.,
a Florida corporation


By: 
Name: Robert B. Lawson
Title: President

Schedule 1**U.S. TRADEMARK REGISTRATIONS**

Trademarks

Trademark	Registration No. / Class	Status	Jurisdiction
QUIETFLOW	3,662,430	Registered	U.S.
HYDROMASTER	3,659,823	Registered	U.S.
DRAIN THE DECK	3,634,776	Registered	U.S.
	2,635,643	Registered	U.S.
SUPERGRIP	3,944,612	Registered	U.S.
	5801653	Registered	China
GRATE TECHNOLOGIES	5801654	Registered	China

Service Marks

Service Marks	Registration No. / Class	Status	Jurisdiction
GRATE TECHNOLOGIES	2,203,478	Registered	U.S.
HYDROMASTER	3,659,823	Registered	U.S.
LAWSON AQUATICS	3,662,431	Registered	U.S.
	2,123,164	Expired	U.S.
FAST POOLS START AT THE SURFACE	2,123,356	Expired	U.S.