

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	Quitclaim of rights erroneously included in subsequent transaction by prior owner																										
CONVEYING PARTY DATA																											
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CORRESPONDENCE DATA																											
<p>Fax Number: 9492506012</p> <p><i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 9492506008</p> <p>Email: lr_iplaw@pacbell.net</p> <p>Correspondent Name: Larry K. Roberts</p> <p>Address Line 1: P. O. Box 8569</p> <p>Address Line 4: Newport Beach, CALIFORNIA 92658</p>																											
ATTORNEY DOCKET NUMBER:	2127																										
NAME OF SUBMITTER:	Larry K. Roberts																										
Signature:	/larry k. roberts/																										

Date:

05/03/2012

Total Attachments: 3

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QUITCLAIM ASSIGNMENT OF RIGHTS

THIS QUITCLAIM ASSIGNMENT OF RIGHTS (this "Assignment") is made and entered into this 27th day of April, 2012 (the "Effective Date"),

BETWEEN:

Fluid Handling LLC, a Delaware Corporation having a place of business at 8200 Austin Ave, Morton Grove, Illinois ("Fluid Handling")

-AND-

Balboa Water Group, a Delaware Corporation having a place of business at 1382 Bell Avenue, Tustin, CA 92780 ("Balboa")

Pursuant to a prior transaction between ITT Corporation and Balboa dated February 27, 2009, Balboa was assigned the trademark rights identified in Schedule A below (the "Trademark Rights");

As part of a separate and unrelated assignment transaction dated October 30, 2011, ITT Corporation erroneously included the Trademark Rights as an item in a schedule of trademark rights for an assignment from ITT Corporation to Fluid Handling; and

Fluid Handling and Balboa desire to confirm that Fluid Handling has no rights in or to the Trademark Rights and further desire that if the Fluid Handling has any rights in or to the Trademark Rights, then Fluid Handling hereby transfers to Balboa all of Fluid Handling's such rights.

NOW THEREFORE THIS AGREEMENT WITNESSES THAT in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, Balboa and Fluid Handling LLC, intending to be legally bound, hereby agree as follows:

1. Conveyance of Rights. Fluid Handling hereby assigns, transfers, grants, conveys, and relinquishes exclusively to Balboa all right, title, and interest in and to the Trademark Rights and all goodwill appertaining thereto.

2. Further Assurances, Fluid Handling shall execute and deliver from time to time after the date of this assignment and upon the request of Balboa such further conveyance instruments, and take such further actions, as may be reasonably necessary or desirable to evidence more fully the intent of this Assignment. At Balboa's expense, Fluid Handling agrees to:

(a) Execute, acknowledge, and deliver any affidavits or documents of assignment and conveyance regarding the Trademark Rights;

(b) Provide testimony in connection with any proceeding affecting the right, title, interest, or benefit of Balboa in and to the Trademark Rights; and

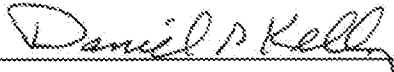
(c) Perform any other acts deemed necessary by Balboa to carry out the intent of this Assignment.

IN TESTIMONY WHEREOF, each party has caused its duly authorized representative to execute this Assignment.

Balboa Water Group, Inc .

Fluid Handling LLC

By 

By 

Name: MARK LYDECKER

Name: DANIEL S. KELLY

Title: CFO

Title: PRESIDENT

Date: 4-30-2012

Date: 4-26-2012

Schedule A

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Registration No.</u>	<u>Registration Date</u>
Gemini Plus	74088814	08/16/1990	1701068	07/14/1992