

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
AQUASANA, INC.		07/11/2012	CORPORATION: TEXAS

**RECEIVING PARTY DATA**

Name:	FCP FUND II, LP
Street Address:	1620 Dodge Street
Internal Address:	Suite 800
City:	Omaha
State/Country:	NEBRASKA
Postal Code:	68102
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

**PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark
Serial Number:	85546228	AQ-4600
Serial Number:	85546239	AQ-4601
Serial Number:	85546244	AQ-4035
Serial Number:	85504676	CLARYUM
Registration Number:	3510895	BOTTLE YOUR OWN
Registration Number:	3500362	
Registration Number:	3352464	AQUASANA
Registration Number:	3398399	EQ-300
Registration Number:	3433038	AQ-4000
Registration Number:	3545259	AQ 4100
Registration Number:	3282656	SUN
Registration Number:	3493988	SUN
Registration Number:	3390440	TRAVELER

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Registration Number:	3568644	SUNH2O
Registration Number:	3446753	WATER 4 LIFE
Registration Number:	3229335	PURITY
Registration Number:	3274605	PURITY WATER FILTRATION BOTTLE
Registration Number:	3715315	EQ-300
Registration Number:	3264271	RHINO
Registration Number:	2917561	EQUINOX
Registration Number:	2936495	AQUASANA
Registration Number:	2111024	WATER DOCTOR

**CORRESPONDENCE DATA**

Fax Number: 4142988097  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 4142981000  
Email: tmadmin@reinhartlaw.com  
Correspondent Name: Michele Dietz  
Address Line 1: 1000 North Water Street  
Address Line 2: Suite 1800  
Address Line 4: Milwaukee, WISCONSIN 53202

NAME OF SUBMITTER:	Michele Dietz
Signature:	/mld/
Date:	07/13/2012

Total Attachments: 4  
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## NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made the 11th day of July, 2012 by and between FCP FUND II, L.P., a Delaware limited partnership, in its capacity as collateral agent (in such capacity, the "Collateral Agent") for certain lenders and AQUASANA, INC., a Texas corporation (the "Debtor").

The Debtor and the Collateral Agent acknowledge the following:

A. The Debtor owns the trademarks or trademark applications (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.

B. The Debtor has granted to the Collateral Agent a security interest in the Trademarks on the terms and conditions set forth in that certain Security Agreement dated as of July 11, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") by and among the Debtor, Water Filtration Holdings, Inc. and the Collateral Agent, to secure the payment and performance of the Secured Obligations (as defined in the Security Agreement).

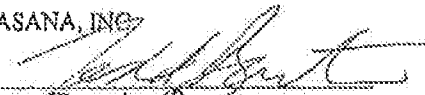
C. Pursuant to the Security Agreement, the Debtor has granted to the Collateral Agent a security interest in and to all of the Trademarks and applications therefor, now owned or from time to time after the date hereof owned or acquired by the Debtor, and in and to all proceeds and benefits thereof to secure the payment and performance of the Secured Obligations, and does hereby confirm and reaffirm the grant of the security interest in such assets.

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IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

Address:  
6034 West Courtyard Drive  
Austin, TX 78730

AQUASANA, INC.

By:   
Name: Todd Bolice  
Title: President and Secretary

FCP FUND II, L.P.

BY FCP General Partner II, LLC,  
its general partner

Address:  
1620 Dodge Street, Suite 800  
Omaha, NE 68102

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Signature Page to Notice of Security Interest in Trademarks

IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

Address:  
6034 West Courtyard Drive  
Austin, TX 78730

AQUASANA, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

FCP FUND II, L.P.

BY FCP General Partner II, LLC,  
its general partner

Address:  
1620 Dodge Street, Suite 800  
Omaha, NE 68102

By: *[Signature]*  
Name: *David F. Hibonca*  
Title: *Manager*

EXHIBIT A  
TRADEMARKS

Trademarks/Trade Names	Registration/Application Number	Date Issued	Jurisdiction
AQ-4600	85/546,228	2/17/12	United States
AQ-4601	85/546,239	2/17/12	United States
AQ-4035	85/546,244	2/17/12	United States
Claryum	85/504,676	12/28/11	United States
Bottle Your Own	3,510,895	10/7/08	United States
Water Filter Design	3,500,362	9/9/08	United States
Aquasana	3,352,464	12/11/07	United States
EQ-300	3,398,399	3/18/08	United States
AQ-4000	3,433,038	5/20/08	United States
AQ-4100	3,545,259	12/9/08	United States
Sun & Design	3,282,656	8/21/07	United States
Sun & Design	3,493,988	8/26/08	United States
Traveler	3,390,440	2/26/08	United States
SunH2O	3,568,644	1/27/09	United States
Water 4 Life	3,446,753	6/10/08	United States
Purity	3,229,335	4/17/07	United States
Purity Water Filtration Bottle & Design	3,274,605	8/7/07	United States
EQ-300	3,715,315	11/24/09	United States
Rhino	3,264,271	7/17/07	United States
Equinox	2,917,561	1/11/05	United States
Aquasana	2,936,495	3/29/05	United States
Water Doctor	2,111,024	11/4/97	United States