

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--|----------|----------------|----------------------------|
| Challenger Manufacturing, Inc. D/B/A Blue Wave Products, Inc. | | 10/12/2012 | INC. ASSOCIATION: ILLINOIS |

RECEIVING PARTY DATA

| | |
|------------------------|---------------------------|
| Name: | Blue Wave Products, Inc. |
| Street Address: | 1745 Wallace Avenue |
| City: | St. Charles |
| State/Country: | ILLINOIS |
| Postal Code: | 60174 |
| Entity Type: | INC. ASSOCIATION: GEORGIA |

PROPERTY NUMBERS Total: 4

| Property Type | Number | Word Mark |
|----------------------|---------|---------------|
| Registration Number: | 1714859 | BLUE WAVE |
| Registration Number: | 1817639 | ERADICATOR 60 |
| Registration Number: | 1813283 | SHIMMER |
| Registration Number: | 1816552 | SUPER SHIMMER |

CORRESPONDENCE DATA

Fax Number: 4045274198
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 404.527.8416
 Email: mlaip@mckennalong.com
 Correspondent Name: Ryan Boyd
 Address Line 1: 303 Peachtree Street, Suite 5300
 Address Line 4: Atlanta, GEORGIA 30308

| | |
|---------------------------|-----------|
| NAME OF SUBMITTER: | Ryan Boyd |
|---------------------------|-----------|

CH \$115.00 1714859

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|--|------------|
| Signature: | /rab/ |
| Date: | 10/12/2012 |
| Total Attachments: 5 source=ATLANTA-#5425461-v1-Blue_Wave__Assignment_of_Trademarks#page1.tif source=ATLANTA-#5425461-v1-Blue_Wave__Assignment_of_Trademarks#page2.tif source=ATLANTA-#5425461-v1-Blue_Wave__Assignment_of_Trademarks#page3.tif source=ATLANTA-#5425461-v1-Blue_Wave__Assignment_of_Trademarks#page4.tif source=ATLANTA-#5425461-v1-Blue_Wave__Assignment_of_Trademarks#page5.tif | |

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (this "Assignment") is dated as of October 12, 2012 and is effective as of 11:59 p.m. on September 30, 2012, by and between **CHALLENGER MANUFACTURING, INC. D/B/A BLUE WAVE PRODUCTS, INC.**, an Illinois corporation ("Assignor"), and **BLUE WAVE PRODUCTS, INC.**, a Georgia corporation ("Assignee").

WHEREAS, Assignor, has adopted and is the owner of and has obtained intellectual property and other proprietary rights, including, but not limited to, registrations for and common law rights in, and filed trademark applications on, certain trademarks and/or brand names and Assignor has established good will therein (collectively, the "Marks"), and such Marks are listed on Exhibit A attached hereto and made a part hereof; and

WHEREAS, pursuant to that certain Asset Purchase Agreement, dated of even date herewith, by and among Assignee, Assignor and the shareholders of Assignor (the "Asset Purchase Agreement"), Assignor has agreed to assign all intellectual property and other proprietary rights in intangible assets that it owns or holds anywhere in the world, including, but not limited to, the Marks, to Assignee as the designated assignee of the foregoing.

NOW, THEREFORE, for good and valuable consideration, the premises and the mutual covenants herein contained, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby unconditionally and irrevocably assign, transfer, convey and deliver unto Assignee all of Assignor's right, title and interest in the Marks, together with the common law rights, registrations, applications, designs, models, forms of property protection, and the goodwill of the business symbolized by all of the foregoing, including, but not limited to, the right to sue for past infringement by third parties, said rights to be held and enjoyed by Assignee for its own use and benefit as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment had not been made.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

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TRADEMARK
REEL: 004880 FRAME: 0389

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed and delivered as of the date first above written.

“ASSIGNOR”:

CHALLENGER MANUFACTURING, INC.
D/B/A BLUE WAVE PRODUCTS, INC.

By: James L. Chewed
Name: James L. Chewed
Title: President

“ASSIGNEE”:

BLUE WAVE PRODUCTS, INC.

By: _____
Jerry D. Wethington
President

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed and delivered as of the date first above written.

"ASSIGNOR":

CHALLENGER MANUFACTURING, INC.
D/B/A BLUE WAVE PRODUCTS, INC.

By: _____
Name: _____
Title: _____

"ASSIGNEE":

BLUE WAVE PRODUCTS, INC.

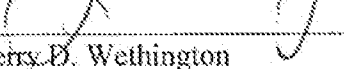
By:  _____
Jerry D. Wethington
President

EXHIBIT A
TRADEMARKS

1. BLUE WAVE (Registration No./Date 1714859, 9/15/1992)
2. ERADICATOR 60 (Registration No./Date 1817639, 1/25/1994)
3. SHIMMER (Registration No./Date 1813283, 12/28/1993)
4. SUPER SHIMMER (Registration No./Date 1816552, 1/18/1994)
5. SERVICE-PRO (Registration No./Date 1843399, 7/5/1994)
6. Easy Pool Step (unregistered common law mark and/or trade name)
7. Gorilla Pad (unregistered common law mark and/or trade name)
8. Island Umbrellas (unregistered common law mark and/or trade name)
9. Endura Liner (unregistered common law mark and/or trade name)
10. Endura Pools (unregistered common law mark and/or trade name)
11. Magni Clear (unregistered common law mark and/or trade name)
12. Blue Wave Chemicals (unregistered common law mark and/or trade name)
13. Arctic Armor (unregistered common law mark and/or trade name)
14. Dirt Defender (unregistered common law mark and/or trade name)
15. Manta Ray (unregistered common law mark and/or trade name)
16. Aqua First (unregistered common law mark and/or trade name)
17. Heat Wave Saunas (unregistered common law mark and/or trade name)
18. Radiant Saunas (unregistered common law mark and/or trade name)
19. Hathaway Games (unregistered common law mark and/or trade name)
20. Carmelli Games and Sports (unregistered common law mark and/or trade name)
21. Blue Wave Products (unregistered common law mark and/or trade name)
22. Challenger Manufacturing (unregistered common law mark and/or trade name)
23. Splashnetxpress (unregistered common law mark and/or trade name)

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24. Splashnetexpress (unregistered common law mark and/or trade name)

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