

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 |
| Shalon Ventures Research LLC | | 01/22/2013 | LIMITED LIABILITY COMPANY: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Waterpods, Inc. | | |
| Street Address: | 532 Emerson Street | | |
| City: | Palo Alto | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94301 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 85345037 | SPAPOD | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6502127562 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | (650) 287-2162 | | |
| Email: | info@shayglenn.com | | |
| Correspondent Name: | Margaret M. Powers, Shay Glenn LLP | | |
| Address Line 1: | 2755 Campus Drive, Suite 210 | | |
| Address Line 4: | San Mateo, CALIFORNIA 94403 | | |
| ATTORNEY DOCKET NUMBER: | 12564-600.200 | | |
| NAME OF SUBMITTER: | Margaret M. Powers | | |
| Signature: | /margaret m. powers/ | | |

CH \$40.00 85345037

Date:

01/23/2013

Total Attachments: 2

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

SHALON VENTURES RESEARCH LLC

- Individual(s)
- Partnership
- Corporation- State: _____
- Other Limited Liability Company

Citizenship (see guidelines) California
Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) _____

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: WATERPODS, INC.

Street Address: 532 Emerson Street

City: Palo Alto

State: CA

Country: US Zip: 94301

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship California
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

85/345,037 SPAPOD

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: MARGARET M. POWERS

Internal Address: SHAY GLENN LLP

Street Address: 2755 CAMPUS DRIVE, STE. 210

City: SAN MATEO

State: CALIFORNIA Zip: 94403

Phone Number: (650) 287-2162

Docket Number: (650) 212-7562

Email Address: info@shayglenn.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

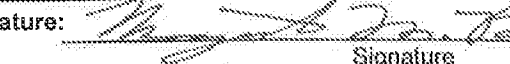
- Authorized to be charged to deposit account
- Enclosed

8. Payment information:

Deposit Account Number 50-4050

Authorized User Name Margaret M. Powers

9. Signature:



 Signature
 Margaret M. Powers
 Name of Person Signing

1/23/12

 Date

Total number of pages including cover sheet, attachments, and document: 2

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ASSIGNMENT OF TRADEMARK

WHEREAS, SHALON VENTURES RESEARCH LLC, a California Limited Liability Company, having its principal address at 532 Emerson Street, Palo Alto, California, 94301, has adopted, is using or intends to use and is the owner of the following trademark with an application pending before the United States Patent and Trademark Office (hereinafter "Trademark"):


| Trademark | Serial No. | Date of Application |
|-----------|------------|---------------------|
| SPAPOD | 85/345,037 | June 13, 2011 |

WHEREAS, WATERPODS, INC., a Delaware corporation, having its principal address at 532 Emerson Street, Palo Alto, California, 94301, is desirous of acquiring the Trademark and its application and domain name as successor to the business of the Assignor to which the Trademark relates;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, SHALON VENTURES RESEARCH LLC assigns to WATERPODS, INC. all right, title, and interest in the United States in and to the Trademark and the application, registration, and domain name therefor, together with the goodwill of the business symbolized by the Trademark.

Date: January 22, 2013

SHALON VENTURES RESEARCH LLC

By: 

Tadmor Shalon
Managing Partner