

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
XIM Products, Inc.		06/17/2013	CORPORATION: OHIO

**RECEIVING PARTY DATA**

Name:	Rust-Oleum Corporation
Street Address:	11 Hawthorn Parkway
Internal Address:	Legal Department
City:	Vernon Hills
State/Country:	ILLINOIS
Postal Code:	60061
Entity Type:	CORPORATION: ILLINOIS

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	3404680	XIM
Registration Number:	1825698	UMA
Registration Number:	3590256	TRIM MAGIC
Registration Number:	2336559	TILE DOC XIM
Registration Number:	3783714	PRIME START
Registration Number:	3388403	PEEL BOND
Registration Number:	0731743	E-Z-FREE
Serial Number:	85736164	ADD-IT
Registration Number:	3541693	THE SECRET AGENT FOR PRIMING PERFECTION

**CORRESPONDENCE DATA**

Fax Number: 8478162230  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 847-816-2280

Email: pcigelnik@rustoleum.com  
Correspondent Name: Patricia A. Cigelnik / Rust-Oleum Corp.  
Address Line 1: 11 Hawthorn Parkway  
Address Line 2: Legal Department  
Address Line 4: Vernon Hills, ILLINOIS 60061

ATTORNEY DOCKET NUMBER:	XIM-ROCORP TM ASSIGN
NAME OF SUBMITTER:	Patricia A. Cigelnik
Signature:	/Patricia A. Cigelnik/
Date:	07/17/2013
Total Attachments: 3 source=XIM-ROCorp Tm Assignment#page1.tif source=XIM-ROCorp Tm Assignment#page2.tif source=XIM-ROCorp Tm Assignment#page3.tif	

ASSIGNMENT OF MARKS

*WHEREAS*, XIM Products, Inc., a corporation organized and existing under the laws of the state of Ohio, with its head offices at 1169 Bassett Road, Westlake, Ohio 44145 ("Assignor"), is the owner of all right, title and interest in and to those certain marks that are Acquired Assets for purposes of a certain Asset Purchase Agreement of even date herewith by and between, among others, the parties hereto (the "Marks"), including but not limited to the marks covered by the registrations identified on Schedule A hereto; and

*WHEREAS*, Rust-Oleum Corporation, a corporation organized and existing under the laws of the state of Illinois with its head offices at 11 Hawthorn Parkway, Vernon Hills, Illinois 60061 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Marks,

*NOW THEREFORE*, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee, all right, title and interest in and to (i) the Marks, (ii) all registrations and/or applications for registration of the Marks, including but not limited to those identified on Schedule A hereto, (iii) all income, royalties, damages and payments now or hereafter due or payable with respect to the Marks, (iv) all rights of action arising from the Marks, including all claims for damages by reason of past, present and future infringement of the Marks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and (v) the goodwill of the business symbolized by the Marks.

IN WITNESS WHEREOF, Assignor has executed and delivered this Assignment of Marks  
as of the date written below.

XIM PRODUCTS, INC.

Date: June 17, 2013

By: Richard Hardy  
Name: RICHARD HARDY  
Title: PRES.

[Signature Page to Assignment of Marks]

**SCHEDULE A**

<u>Country</u>	<u>Trademark</u>	<u>Reg. No./ (Serial No.)</u>
U.S.	X-OUT	1,159,617
U.S.	XIM	3,404,680
U.S.	UMA	1,825,698
U.S.	TRIM MAGIC	3,590,256
U.S.	XIM TILE DOC & DESIGN	2,336,559
U.S.	PRIME START	3,783,714
U.S.	PEEL BOND	3,388,403
U.S.	E-Z-FREE	731,743
U.S.	ADD-IT	(85/736,164)
U.S.	THE SECRET AGENT FOR PRIMING PERFECTION & DESIGN	3,541,693
U.S.	XIM	1,135,973
Canada	E-Z-FREE	132,159
Canada	XIM & DESIGN	149,485
Canada	ADD-IT	(1,618,365)
Canada	UMA	451,757
Canada	XIM TILE DOC & DESIGN	540,683
Canada	COPPER DOC	529,890
Australia	XIM	1,506,388
Australia	TILE DOC & DESIGN	1,506,406
Australia	PEEL BOND	1,506,370
Australia	LATEX X-TENDER	1,506,373