

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest prev. recorded at Reel/Frame No. 2903/0001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Webster Bank, National Association (formerly known as Webster Bank)		09/09/2013	National Bank & Federal Savings Institution: UNITED STATES

RECEIVING PARTY DATA

Name:	Namco, LLC
Street Address:	100 Sanrico Drive
City:	Manchester
State/Country:	CONNECTICUT
Postal Code:	06042
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	1184226	NAMCO
Registration Number:	1186272	BLUE SHIELD
Registration Number:	1644708	THE GREAT AMERICAN BACKYARD VACATION!
Registration Number:	1666827	SUN-N-FUN
Registration Number:	1672678	PEARLDIVE
Registration Number:	1674393	PRO LINE
Registration Number:	1675450	#1 FOR FAMILY FUN
Registration Number:	1694591	MARINER
Registration Number:	1698734	ELIMINATOR
Registration Number:	1698735	P.D.Q. TABS
Registration Number:	1701371	JUMBO SLO POKES
Registration Number:	1701379	SANI-SHOCK
Registration Number:	1702693	STAIN AWAY

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Registration Number:	1709617	WINTER TABS
Registration Number:	1714957	SLO-STIX
Registration Number:	1728755	MINERAL MAGNET
Registration Number:	1730492	SLO-TABS
Registration Number:	1735964	RE-NU-IT
Registration Number:	1757811	SAF-T-SHOCK
Registration Number:	1864126	PROLINE
Registration Number:	1908079	BQ
Registration Number:	2112045	COOL POOL
Registration Number:	2160484	BLUE SHIELD
Registration Number:	2167722	NOT COMPLETE WITHOUT THE HEAT
Registration Number:	2264998	SKIMMER SAVER
Registration Number:	2826977	BLUE CROSS
Registration Number:	1345561	COOL POOL
Registration Number:	2314445	TROPICOOOL
Registration Number:	2581053	ARCTIC ELITE
Registration Number:	2653764	WHERE FAMILY FUN BEGINS.
Registration Number:	2602779	CHRISTOPHER JAMES
Serial Number:	76426517	MATACAO
Serial Number:	76450244	NEW ENGLAND FORGE

**CORRESPONDENCE DATA**

Fax Number: 2124512222  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 212.451.2300  
Email: mgrieco@olshanlaw.com  
Correspondent Name: Olshan Frome Wolosky LLP  
Address Line 1: 65 East 55th Street  
Address Line 2: Attn: Mary L. Grieco  
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ATTORNEY DOCKET NUMBER:	NAMCO 9298.011
NAME OF SUBMITTER:	Mary L. Grieco
Signature:	/mary grieco/
Date:	12/04/2013

Total Attachments: 3

**TRADEMARK**  
**REEL: 005167 FRAME: 0402**

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## TERMINATION AND RELEASE OF SECURITY AGREEMENT FOR TRADEMARKS

TERMINATION AND RELEASE OF SECURITY AGREEMENT FOR TRADEMARKS, dated as of September 9, 2013, by and between Webster Bank, National Association (formerly known as Webster Bank) as administrative agent (the "Administrative Agent") for the benefit of Lenders (as defined in the Credit Agreement, dated December 11, 2003 and as amended and in effect from time to time) (collectively the "Lenders"), under the Security Agreement (as defined herein) and Namco, LLC, a Delaware limited liability company having its principal place of business at 100 Sanrico Drive, Manchester, Connecticut 06042 (the "Company").

WHEREAS, pursuant to the terms of the Intellectual Property Security Agreement (the "Security Agreement"), dated as of December 11, 2003, between the Company and the Administrative Agent and recorded with the U.S. Patent and Trademark Office on January 2, 2004 at Trademark Reel 2903 and Frame 0001 ), the Company granted to the Administrative Agent for the benefit of Lenders, a security interest in and lien on, and collaterally assigned to the Administrative Agent, for the benefit of the Lenders, all of its trademarks, trademark registrations and associated goodwill, including, without limitation, the trademarks identified on Schedule A attached hereto (such trademarks referred to herein as the "Trademarks"); and

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest and all of its right, title and interest in each of the Trademarks as herein provided;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent and the Company hereby agree as follows:

1. Release and Assignment. The Administrative Agent hereby terminates and releases its security interest in and first priority lien on all of the Company's Trademarks, and the Administrative Agent hereby assigns and transfers to the Company, without recourse, all of the Administrative Agent 's right, title and interest in and to each of the Trademarks and the related trademark registrations and goodwill, effective as of the date set forth above.

2. Acknowledgment and Acceptance. The Company hereby acknowledges and accepts the foregoing release and assignment by the Administrative Agent.

3. Counterparts. This Termination and Release of Security Agreement for Trademarks may be transmitted by facsimile machine or by electronic mail in portable document format ("pdf") and any signature appearing on faxed instruments and/or electronic mail instruments shall be treated as original signatures. If an executed counterpart of this Termination and Release of Security Agreement for Trademarks is delivered by telefacsimile or other electronic method of transmission, the undersigned also shall deliver an original executed counterpart of this Termination and Release of Security Agreement for Trademarks, but the failure to deliver an original executed counterpart shall not affect the validity, enforceability or binding effect hereof.

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Schedule A  
Trademarks

Trademark	Registration/Serial No.	Registration Date
NAMCO	1184226	December 29, 1981
BLUE SHIELD	1186272	January 19, 1982
THE GREAT AMERICAN BACKYARD VACATION!	1644708	May 14, 1991
SUN-N-FUN	1666827	December 3, 1991
PEARLDIVE	1672678	January 21, 1992
PRO LINE	1674393	February 4, 1992
#1 FOR FAMILY FUN	1675450	February 11, 1992
MARINER	1694591	June 16, 1992
ELIMINATOR	1698734	July 7, 1992
P.D.Q. TABS	1698735	July 7, 1992
JUMBO SLO POKES	1701371	July 21, 1992
SANI-SHOCK	1701379	July 21, 1992
STAIN AWAY	1702693	July 28, 1992
WINTER TABS	1709617	August 25, 1992
SLO-STIX	1714957	September 15, 1992
MINERAL MAGNET	1728755	November 3, 1992
SLO-TABS	1730492	November 10, 1992
RE-NU-IT	1735964	December 1, 1992
SAF-T-SHOCK	1757811	March 16, 1993
PROLINE	1864126	November 22, 1994
BQ	1908079	August 1, 1995
COOL POOL	2112045	November 11, 1997
BLUE SHIELD	2160484	May 26, 1998
NOT COMPLETE WITHOUT THE HEAT	2167722	June 23, 1998
SKIMMER SAVER	2264998	July 27, 1999
BLUE CROSS	2826977	March 30, 2004
COOL POOL	1345561	July 2, 1985
TROPICOOOL	2314445	February 1, 2000
ARCTIC ELITE	2581053	June 18, 2002
WHERE FAMILY FUN BEGINS.	2653764	November 26, 2002
CHRISTOPHER JAMES	2602779	July 30, 2002
MATACAO	76426517	None
NEW ENGLAND FORGE	76450244	None

IN WITNESS WHEREOF, the Administrative Agent and Company have caused this Termination and Release of Security Agreement for Trademarks to be executed by their duly authorized signatories as of the date first above written.

WEBSTER BANK, NATIONAL ASSOCIATION  
as Administrative Agent

By: Matthew J. Ryan  
Name: MATTHEW J. RYAN  
Title: SVP

ACCEPTED AND AGREED  
as of the date first above

NAMCO, LLC

By: Anabela Cruz  
Name:  
Title: Anabela Cruz  
VP of Finance + Controller