

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
CLEARWATER TECH, L.L.C.		12/04/2013	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	JOHNSON BANK		
Street Address:	333 East Wisconsin Avenue		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53202		
Entity Type:	Banking Corporation: WISCONSIN		
<b>PROPERTY NUMBERS Total: 4</b>			
Property Type	Number	Word Mark	
Registration Number:	3695349	CLEARWATER TECH, LLC. OZONE SYSTEMS	
Registration Number:	3711546	EARTHSAFE TECHNOLOGY	
Registration Number:	3816349	ECO3TEX	
Serial Number:	85567951	PROOF OF DELIVERY	
<b>CORRESPONDENCE DATA</b>			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	414-298-1000		
Email:	tadmin@reinhardt.com		
Correspondent Name:	Daniel E. Kattman		
Address Line 1:	1000 N Water St.		
Address Line 2:	Suite 1900		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	AQUION TM RECORDATION 1		

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NAME OF SUBMITTER:	DANIEL E. KATTMAN
Signature:	/dek/
Date:	01/08/2014
<b>Total Attachments: 4</b> source=Notice of Security Interest in Trademarks (Clearwater Tech) (Fully-Execu (2)#page1.tif source=Notice of Security Interest in Trademarks (Clearwater Tech) (Fully-Execu (2)#page2.tif source=Notice of Security Interest in Trademarks (Clearwater Tech) (Fully-Execu (2)#page3.tif source=Notice of Security Interest in Trademarks (Clearwater Tech) (Fully-Execu (2)#page4.tif	

## NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made by and between CLEARWATER TECH, L.L.C., a Delaware limited liability company with its principal place of business located at 850-E Capitolio Way, San Luis Obispo, California 93407 (the "Company") and JOHNSON BANK, as administrative agent (the "Agent") with a place of business and address at 333 East Wisconsin Avenue, Milwaukee, Wisconsin 53202.

The parties acknowledge and agree as follows:

A. The Company, WATER INGENUITY HOLDINGS CORP., a Delaware corporation, and AQUION, INC., a Delaware corporation, have executed a General Intangibles Security Agreement dated as of even date herewith (as it may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement");

B. The Company has adopted, used and is using its respective trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are registered with or applications therefore are pending before, the United States Patent and Trademark Office;

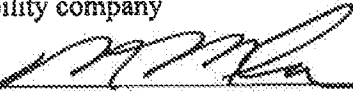
C. Pursuant to the Security Agreement, the Company hereby grants to the Agent a security interest in and to all of the Trademarks, and in and to all proceeds and benefits thereof; and

D. Capitalized terms not defined herein shall have their meaning as set forth in the Security Agreement.

[signature page follows]

Dated as of December 4, 2013.

CLEARWATER TECH, L.L.C., a Delaware limited liability company

BY 

Name: Michael Madsen

Title: Chief Operating Officer

JOHNSON BANK, as Administrative Agent

BY \_\_\_\_\_

Name:

Title:

Signature Page to Notice of Security Interest in Trademarks

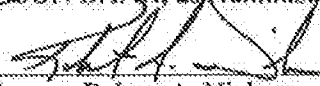
**TRADEMARK**  
**REEL: 005189 FRAME: 0207**

Dated as of December 4, 2013.

CLEARWATER TECH, L.L.C., a Delaware limited liability company

BY \_\_\_\_\_  
Name: Michael Madsen  
Title: Chief Operating Officer

JOHNSON BANK, as Administrative Agent




BY  \_\_\_\_\_  
Name: Robert A. Nielsen  
Title: Senior Vice President

Signature Page to Notice of Security Interest in Trademarks

**TRADEMARK**  
**REEL: 005189 FRAME: 0208**

EXHIBIT A

U.S. Registered Trademarks in the Name of ClearWater

TRADEMARK	REG. NO.	REG. DATE	NEXT ACTION	GOODS
CLEARWATER TECH, LLC. OZONE SYSTEMS and Design 	3695349	October 13, 2009	October 13, 2015 Declaration of use	Ozone sanitizers for air and water
EARTHSAFE TECHNOLOGY and Design 	3711546	November 17, 2009	November 17, 2015 Declaration use	Ozone sanitizers for air and water
ECO3TEX Stylized Letters 	3816349	July 13, 2010	July 13, 2016 Declaration use	Water sanitizing apparatus using ozone sterilization for use in washing machines

\* Corporate name in Registration of Mark is missing periods.

Pending U.S. Trademark Application in the Name of ClearWater

TRADEMARK	SERIAL NO.	FILING DATE	STATUS	GOODS
PROOF OF DELIVERY and Design <b>PROOF DELIVERY</b>	(85-567951)	(March 13, 2012)	Statement of Use or Third Extension of Time Request Due <u>April 16, 2014</u>	Ozone sanitizers for air and water

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