

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM329289

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AQUASANA, INC.		12/02/2014	CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	FCP FUND II, L.P.		
<b>Street Address:</b>	1620 Dodge Street		
<b>Internal Address:</b>	Suite 800		
<b>City:</b>	Omaha		
<b>State/Country:</b>	NEBRASKA		
<b>Postal Code:</b>	68102		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 12</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86384560	AUSTIN SPRINGS. CLEAR. REFRESHING. PURE	
<b>Serial Number:</b>	78961562	AQUASANA	
<b>Serial Number:</b>	85847282	AQUASANA LIVE HEALTHY	
<b>Serial Number:</b>	78821521	EQ-300	
<b>Serial Number:</b>	78816848	PURITY	
<b>Serial Number:</b>	78816836	SUNH2O	
<b>Serial Number:</b>	78816781	SUN	
<b>Serial Number:</b>	78456282	RHINO	
<b>Serial Number:</b>	77501986	AQUAGIZE	
<b>Serial Number:</b>	86112929	H2OMG	
<b>Serial Number:</b>	86308047	OPTIMH2O	
<b>Serial Number:</b>	85504676	CLARYUM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	414-298-1000		
<b>Email:</b>	tadmin@reinhartlaw.com		

CH \$315.00 86384560

**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:** 32205-0005

**NAME OF SUBMITTER:** Daniel E. Kattman

**SIGNATURE:** /dek/

**DATE SIGNED:** 01/16/2015

**Total Attachments: 4**

source=Security Interest Agreement 12-02-2014#page1.tif

source=Security Interest Agreement 12-02-2014#page2.tif

source=Security Interest Agreement 12-02-2014#page3.tif

source=Security Interest Agreement 12-02-2014#page4.tif

## NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made the 2nd day of December, 2014 by and between FCP FUND II, L.P., a Delaware limited partnership, in its capacity as collateral agent (in such capacity, the "Collateral Agent") for certain lenders and AQUASANA, INC., a Texas corporation (the "Debtor").

The Debtor and the Collateral Agent acknowledge the following:

A. The Debtor owns the trademarks or trademark applications (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.

B. The Debtor has granted to the Collateral Agent a security interest in the Trademarks on the terms and conditions set forth in that certain Security Agreement dated as of July 11, 2012, as amended to date (as so amended and as the same may be further amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") by and among the Debtor, Water Filtration Holdings, Inc., Aquasana Global, Inc. and the Collateral Agent, to secure the payment and performance of the Secured Obligations (as defined in the Security Agreement).

C. Pursuant to the Security Agreement, the Debtor has granted to the Collateral Agent a security interest in and to all of the Trademarks and applications therefor, now owned or from time to time after the date hereof owned or acquired by the Debtor, and in and to all proceeds and benefits thereof to secure the payment and performance of the Secured Obligations, and does hereby confirm and reaffirm the grant of the security interest in such assets.

[remainder of page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

Address:

~~6034 West Courtyard Drive~~ 1609 Shoal Creek Blvd.  
Austin, TX 78730-78701

AQUASANA, INC.

By: 

Name: Jack Eastke

Title: President

FCP FUND II, L.P.

By: FCP General Partner II, LLC,  
its general partner

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address:

1620 Dodge Street, Suite 800  
Omaha, NE 68102

*Signature Page to Notice of Security Interest in Trademarks*

**TRADEMARK**

**REEL: 005442 FRAME: 0715**

IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

Address:  
6034 West Courtyard Drive  
Austin, TX 78730

AQUASANA, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Address:  
1620 Dodge Street, Suite 800  
Omaha, NE 68102

FCP FUND II, L.P.

By: FCP General Partner II, LLC,  
its general partner

By: David F. McKeen  
Name: David F. McKeen  
Title: one of its managers

*Signature Page to Notice of Security Interest in Trademarks*

EXHIBIT A  
TRADEMARKS

Trademark Title	Appl. No.	Appl. Date	Reg. No.	Reg. Date
AUSTIN SPRINGS. CLEAR. REFRESHING. PURE.	86/384,560	9/3/2014		
AQUASANA	78/961,562	8/28/2006	3,352,464	12/11/2007
AQUASANA LIVE HEALTHY	85/847,282	2/12/2013	4,539,225	5/27/2014
Consent Agreement with Aqua FilterPlus re: LIVE HEALTHY	85/847,282	2/12/2013		
EQ-300	78/821,521	2/23/2006	3,715,315	11/24/2009
PURITY	78/816,848	2/16/2006	3,229,335	4/17/2007
SUNH2O	78/816,836	2/16/2006	3,568,644	1/27/2009
SUN & Design	78/816,781	2/16/2006	3,493,988	8/26/2008
RHINO	78/456,282	7/25/2004	3,264,271	7/17/2007
AQUAGIZE	77/501,986	6/18/2008	3,699,942	10/20/2009
H20MG	86/112,929	11/7/2013		
OPTIMH2O	86/308,047	6/12/2014		
CLARYUM	85/504,676	12/28/2011	4,310,200	3/26/2013