

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM329914

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AQUAHYDRATE, INC.		01/22/2015	CORPORATION: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SALUS CAPITAL PARTNERS, LLC		
<b>Street Address:</b>	197 First Avenue, Suite 250		
<b>City:</b>	Needham		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02494		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3986715	AH9	
<b>Registration Number:</b>	3787418	AQUAGENUS	
<b>Registration Number:</b>	3813422	AQUAHYDRATE	
<b>Serial Number:</b>	85099450	AQUAHYDRATE, THE AUTHENTIC ALTERNATIVE	
<b>Serial Number:</b>	86347329	AQUAHYDRATE	
<b>Serial Number:</b>	86347325	AQUAHYDRATE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8004947512		
<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>	202-370-4750		
<b>Email:</b>	ipteam@nationalcorp.com		
<b>Correspondent Name:</b>	Darlena Bari Stark		
<b>Address Line 1:</b>	1025 Vermont Ave NW, Suite 1130		
<b>Address Line 2:</b>	National Corporate Research, Ltd.		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	F153619		
<b>NAME OF SUBMITTER:</b>	James Won		
<b>SIGNATURE:</b>	/James Won/		
<b>DATE SIGNED:</b>	01/23/2015		

OP \$165.00 3986715

**Total Attachments: 4**

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**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

January 22, 2015

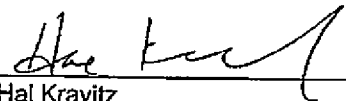
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **AQUAHYDRATE, INC.**, a Nevada corporation (the "Grantor"), with a chief executive office located at 5870 W. Jefferson Blvd., Suite D, Los Angeles, CA 90016, hereby grants to **SALUS CAPITAL PARTNERS, LLC** (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of January 22, 2015 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[signature pages follow]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

AQUAhydrate, INC., as Grantor

By:   
Name: Hal Kravitz  
Title: Chief Executive Officer

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK  
REEL: 005446 FRAME: 0199

SALUS CAPITAL PARTNERS, LLC, as Grantee

By: 

Name: James D. L. McCay

Title: SRP

By: 

Name: Kyle C. Stanak

Title: EVP

SCHEDULE A

<u>Trademarks</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Registration No.</u>	<u>Registration Date</u>
AH9	77968453	March 25, 2010	3986715	June 28, 2011
AQUAGENUS	77839789	October 1, 2009	3787418	May 11, 2010
AQUAHYDRATE	77839787	October 1, 2009	3813422	July 6, 2010
AQUAHYDRATE, THE AUTHENTIC ALTERNATIVE	85099450	August 3, 2010	Pending	Pending
AQUAHYDRATE (Color Stylized)	86347329	July 24, 2014	3813422;3986715	August 1, 2012
AQUAHYDRATE (Stylized)	86347325	July 24, 2014	3813422;3986715	August 1, 2012