

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM379844

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MB Financial Bank, N.A.		03/28/2016	National Banking Association: ILLINOIS

RECEIVING PARTY DATA

Name:	Swan Products, LLC
Street Address:	999 Riverview Drive, Suite 325
Internal Address:	Attn: Ralph Pantano, CFO
City:	Totowa
State/Country:	NEW JERSEY
Postal Code:	07044
Entity Type:	Limited Liability Company: NEW JERSEY

PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Serial Number:	77113570	AERO-TUBE
Serial Number:	74327434	AMERICAN PRIDE
Serial Number:	74585847	KEEP GROWING WITH SWAN
Serial Number:	78322142	KINK FREE
Serial Number:	74401942	ULTRALITE
Serial Number:	77223565	MATCH YOUR HOSE TO YOUR HOUSE
Serial Number:	73441533	MEDALLION
Serial Number:	77165484	
Serial Number:	74585849	PERFECT GARDENER
Serial Number:	74259378	PERMAFLOW
Serial Number:	73443405	RV3
Serial Number:	73196627	SOFT & SUPPLE
Serial Number:	72107800	SWAN
Serial Number:	86385453	SWAN
Serial Number:	75319774	SEAL-TITE
Serial Number:	73710852	PROFLEX
Serial Number:	73034751	PRESSURE MASTER
Serial Number:	73720897	MAXFLEX

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	77113564	HOUSEMATES
Serial Number:	73442912	GRIPPER
Serial Number:	73015672	FORMULA Z7
Serial Number:	75163250	FLEXRITE
Serial Number:	74342052	FINGERTITE
Serial Number:	73261786	FAIRLAWN
Serial Number:	77982715	ELEMENT
Serial Number:	73711024	EARTH QUENCHER
Serial Number:	77113577	DURAFLOW
Serial Number:	73540644	COUNTRY CLUB
Serial Number:	73505382	WEATHER GUARD
Serial Number:	85734863	WATERWORKS
Serial Number:	77444056	WATERH2OSE
Serial Number:	73505381	WEATHER MASTER
Serial Number:	75528344	YARD GARD
Serial Number:	73034753	WEATHER-FLEX
Serial Number:	73710855	WEATHERFLEX
Serial Number:	73541511	YARD MATE
Serial Number:	86541816	THE WATERING COMPANY

CORRESPONDENCE DATA

Fax Number: 3142592323

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.

Phone: 3142592000

Email: susan.murphy@bryancave.com

Correspondent Name: BRYAN CAVE LLP

Address Line 1: 211 North Broadway, Suite 3600

Address Line 4: St. Louis, MISSOURI 63102

ATTORNEY DOCKET NUMBER: 0395977

NAME OF SUBMITTER: Brian Devling

SIGNATURE: /Brian Devling/

DATE SIGNED: 04/07/2016

Total Attachments: 15

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GRANT OF SECURITY INTEREST IN TRADEMARKS AND PATENTS

WHEREAS, Swan Products, LLC, a Delaware limited liability company ("**Grantor**"), owns the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, and the patents and patent applications, in each case set forth on Schedule A and Schedule B attached hereto; and

WHEREAS, MB Financial Bank, N.A. (the "**Grantee**"), desires to acquire a security interest in, and lien on, all of Grantor's right, title and interest in and to Grantor's trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications; and

WHEREAS, the Grantor is willing to grant to the Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications described above.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Credit and Security Agreement, dated as of March 28, 2016, between Swan Products, LLC, Swan Products Canada Ltd., and Grantee (as amended from time to time, the "**Credit Agreement**"), the Grantor hereby grants to the Grantee a security interest in, and a lien upon, all of Grantor's right, title and interest in and to (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the "**Marks**") set forth on Schedule A attached hereto, (ii) the patents and patent applications (the "**Patents**") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Credit Agreement) of the Marks, (iv) all of the goodwill of the businesses with which the Marks are associated, and (v) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks and/or Patents or unfair competition regarding the same.

This GRANT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Credit Agreement) of the Grantor and shall be effective as of the date of the Credit Agreement.

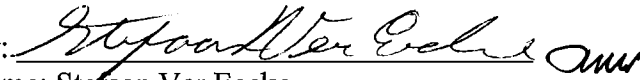
This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

[signature page to follow]

The undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTOR:

SWAN PRODUCTS, LLC,
a Delaware limited liability company

By: 
Name: Stefaan Ver Eecke
Title: CEO & Vice Chairman

GRANTEE:

MB FINANCIAL BANK, N.A.

By: _____
Name: David L. Enghauser
Title: Senior Vice President

The undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

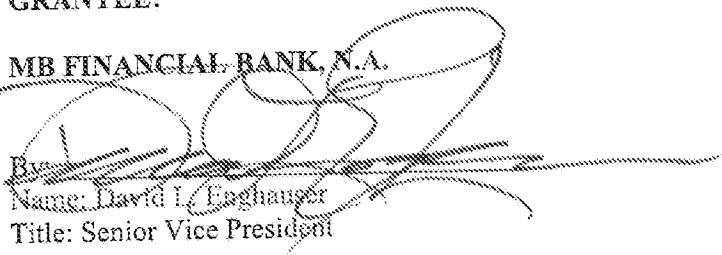
GRANTOR:

SWAN PRODUCTS, LLC,
a Delaware limited liability company

By: _____
Name: Stefaan Ver Eecke
Title: CEO & Vice Chairman

GRANTEE:

MB FINANCIAL BANK, N.A.


By: _____
Name: David L. Enghauer
Title: Senior Vice President

Schedule A - Trademarks

SWAN PRODUCTS, LLC - TM Matters

Mar 17, 2016

FILE #	TITLE	MATTER TYPE	COUNTRY	STATUS	APPLICATION #
60696.0003.TMAR00	AERO-TUBE	Trademark - ORG	Argentina	Registered	2791734
60696.0003.TMCA00	AERO-TUBE	Trademark - ORG	Canada	Registered	1,366,174
60696.0003.TMIN00	AERO-TUBE	Trademark - ORG	India	Registered	1627333
60696.0003.TMMX00	AERO-TUBE	Trademark - ORG	Mexico	Registered	906924
60696.0003.TMNZ00	AERO-TUBE	Trademark - ORG	New Zealand	Registered	777078
60696.0003.TMUS00	AERO-TUBE	Trademark - ORG	United States of America	Registered	77/113,570
60696.0003.TMZA00	AERO-TUBE	Trademark - ORG	New Zealand	Registered	2007/28139
60696.0004.TMUS00	AMERICAN PRIDE	Trademark - ORG	United States of America	Registered	74/327,434
60696.0005.TMUS00	KEEP GROWING WITH SWAN	Trademark - ORG	United States of America	Registered	74/585,847
60696.0006.TMUS00	KINK FREE	Trademark - ORG	United States of America	Registered	78/322,142
60696.0007.TMUS00	ULTRALITE	Trademark - ORG	United States of America	Registered	74/401,942
60696.0008.TMCA00	MATCH YOUR HOSE TO YOUR HOUSE	Trademark - ORG	Canada	Registered	1,374,759
60696.0008.TMUS00	MATCH YOUR HOSE TO YOUR HOUSE	Trademark - ORG	United States of America	Registered	77/223,565
60696.0009.TMUS00	MEDALLION	Trademark - ORG	United States of America	Registered	73/441,533
60696.0010.TMUS00	MISCELLANEOUS DESIGN (BLUE STRIPE)	Trademark - ORG	United States of America	Registered	77/165,484
60696.0011.TMUS00	PERFECT GARDENER	Trademark - ORG	United States of America	Registered	74/585,849
60696.0012.TMUS00	PERMAFLOW	Trademark - ORG	United States of America	Registered	74/259,378
60696.0013.TMUS00	RV3	Trademark - ORG	United States of America	Registered	73/443,405
60696.0014.TMUS00	SOFT & SUPPLE	Trademark - ORG	United States of America	Registered	73/196,627
60696.0015.TMUS00	SWAN	Trademark - ORG	United States of America	Registered	72/107,800
60696.0016.TMUS01	SWAN and Design	Trademark - ORG	United States of America	Registered	86/385,453
60696.0017.TMCA00	TOPFLEX	Trademark - ORG	Canada	Registered	0,846,208
60696.0018.TMUS00	SEAL-TITE	Trademark - ORG	United States of America	Registered	75/319,774
60696.0019.TMUS00	PROFLEX	Trademark - ORG	United States of America	Registered	73/710,852
60696.0020.TMUS00	PRESSURE MASTER	Trademark - ORG	United States of America	Registered	73/034,751
60696.0021.TMUS00	MAXFLEX	Trademark - ORG	United States of America	Registered	73/720,897
60696.0022.TMCA00	HOUSEMATES	Trademark - ORG	Canada	Registered	1,336,777
60696.0022.TMMX00	HOUSEMATES	Trademark - ORG	Mexico	Registered	840357
60696.0022.TMUS00	HOUSEMATES	Trademark - ORG	United States of America	Registered	77/113,564
60696.0023.TMCA00	HORNET	Trademark - ORG	Canada	Registered	0,856,936
60696.0024.TMUS00	GRIPPER	Trademark - ORG	United States of America	Registered	73/442,912
60696.0025.TMUS00	FORMULA Z7 and Design	Trademark - ORG	United States of America	Registered	73/015,672
60696.0026.TMCA00	FLEXRITE	Trademark - ORG	Canada	Registered	0,850,277
60696.0026.TMUS00	FLEXRITE	Trademark - ORG	United States of America	Registered	75/163,250
60696.0027.TMUS00	FINGERTITE	Trademark - ORG	United States of America	Registered	74/342,052
60696.0028.TMUS00	FAIRLAWN	Trademark - ORG	United States of America	Registered	73/261,786
60696.0029.TMUS01	ELEMENT	Trademark - ORG	United States of America	Registered	77/982,715
60696.0030.TMUS00	EARTH QUENCHER	Trademark - ORG	United States of America	Registered	73/711,024
60696.0031.TMCA00	DURAFLOW	Trademark - ORG	Canada	Registered	1,354,057
60696.0031.TMMX00	DURAFLOW	Trademark - ORG	Mexico	Registered	866782
60696.0031.TMUS00	DURAFLOW	Trademark - ORG	United States of America	Registered	77/113,577
60696.0032.TMUS00	COUNTRY CLUB	Trademark - ORG	United States of America	Registered	73/540,644
60696.0033.TMCA00	CONTINUOUS FLOW	Trademark - ORG	Canada	Registered	1,259,001
60696.0034.TMCA00	AQUACOLORS	Trademark - ORG	Canada	Registered	1,231,900
60696.0034.TMMX00	AQUACOLORS	Trademark - ORG	Mexico	Registered	679546
60696.0035.TMUS00	WEATHER GUARD	Trademark - ORG	United States of America	Registered	73/505,382
60696.0036.TMUS00	WATERWORKS	Trademark - ORG	United States of America	Registered	85/734,863
60696.0037.TMUS00	WATERHOSE	Trademark - ORG	United States of America	Registered	77/444,056
60696.0038.TMCA00	WATER COLORS	Trademark - ORG	Canada	Registered	1,088,166
60696.0039.TMCA00	WEATHER MASTER	Trademark - ORG	Canada	Registered	0,730,972
60696.0039.TMUS00	WEATHER MASTER	Trademark - ORG	United States of America	Registered	73/505,381
60696.0040.TMUS00	YARD GARD	Trademark - ORG	United States of America	Registered	75/528,344
60696.0041.TMUS00	WEATHER-FLEX	Trademark - ORG	United States of America	Registered	73/034,753
60696.0042.TMUS00	WEATHERFLEX	Trademark - ORG	United States of America	Registered	73/710,855
60696.0043.TMUS00	YARD MATE	Trademark - ORG	United States of America	Registered	73/541,511
60696.0080.TMUS00	THE WATERING COMPANY	Trademark - ORG	United States of America	Pending	86/541,816
60696.0081.00US00	www.elementhose.com	Domain Name	United States of America	Registered	
60696.0082.00US00	www.element-hose.com	Domain Name	United States of America	Registered	
60696.0083.00US00	www.soakerpro.com	Domain Name	United States of America	Registered	
60696.0084.00CN00	www.aero-tube.cn	Domain Name	China	Registered	
60696.0085.00US00	www.leadfreehose.com	Domain Name	United States of America	Registered	
60696.0086.00US00	www.noleadgardenhose.com	Domain Name	United States of America	Registered	
60696.0087.00US00	www.noleadhose.com	Domain Name	United States of America	Registered	
60696.0088.00US00	www.swanhoselink.com	Domain Name	United States of America	Registered	
60696.0089.00US00	www.aero-tube.com	Domain Name	United States of America	Registered	
60696.0091.00US00	www.elementgardenhose.com	Domain Name	United States of America	Registered	

TRADEMARK

REEL: 005767 FRAME: 0629

Schedule B – Patents

Owners

Case Number/Subcase	Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
S062-7009/0	United States of America	PRI	11/478,875 30-Jun-2006	US-2008-0000823 03-Jan-2008	7,622,040 24-Nov-2009	Granted	30-Jun-2026

Client Name: Swan Products LLC

Agent Name:

Title: FINE BUBBLE AIRLIFT DEVICE

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7008/0	United States of America	ORD	11/800,440 04-May-2007	US-2007-0257382 08-Nov-2007	7,934,706 03-May-2011	Granted	04-May-2027
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Client Name: Swan Products LLC

Agent Name:

Title: AERATION DEVICE FOR USE AS A DIFFUSER

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7007/0	United States of America	PRI	14/512,147 10-Oct-2014			Pending	
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Client Name: Swan Products LLC

Agent Name:

Title: METHOD AND APPARATUS FOR SECURING A GARDEN HOSE TO A COUPLER (WITHOUT A FERRULE)

Attorney(s): TAH TAH TAH

Client Ref:

Agent Ref:

Owners

Case Number/Subcase	Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
S062-7005/0	United States of America	DES	29/471,187 29-Oct-2013		D723,670 03-Mar-2015	Granted	03-Mar-2029

Client Name: Swan Products LLC

Agent Name:

Title: HOSE AND FLEXIBLE HOSE GUARD

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7021/0
United States of America

PRI

Unfiled

Client Name: Swan Products LLC

Agent Name:

Title: Thermoplastic Elastomer Hose (Super G)

Attorney(s): TAH TAH GG

Client Ref:

Agent Ref:

S062-7010/0
United States of America

PRI

Granted

11/710,857
26-Feb-2007

US-2008-0000841
03-Jan-2008

7,954,791
07-Jun-2011

26-Feb-2027

Client Name: Swan Products LLC

Agent Name:

Title: FINE BUBBLE AIRLIFT DEVICE

Attorney(s): TAH

Client Ref:

Agent Ref:

Owner:

Case Number/Subcase	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status
S062-7004/1	ORD	14/525.725 28-Oct-2014	US-2015-0115597 30-Apr-2015		Published

Client Name: Swan Products LLC

Agent Name: FLEXIBLE HOSE GUARD

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7006/1	ORD	14/519.742 21-Oct-2014	US2016-0033060 04-Feb-2016		Published
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Client Name: Swan Products LLC

Agent Name: MULTILAYER HOSE AND HOSE FORMULATION

Attorney(s): TAH

Client Ref:

Agent Ref:

Owner: OW/212

Classic Spectacles and Technologies Investments

Case Number/Subcase	Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
S062-7013/0	United States of America	PRI	08/722,506 27-Sep-1996		5,811,038 22-Sep-1998	Granted	27-Sep-2016

Client Name: Swan Products LLC

Client Ref:

Agent Name:

Agent Ref:

Title: METHOD OF BLENDING COMPONENTS FOR POROUS PLASTIC PIPE PROCESSING

S062-7014/0
United States of America

PRI 08/720,078
27-Sep-1996

5,811,164
22-Sep-1998
Granted
27-Sep-2016

Client Name: Swan Products LLC

Client Ref:

Agent Name:

Agent Ref:

Title: AERATION PIPE AND METHOD OF MAKING SAME

Thursday, March 17, 2016

Patent List

Page: 5

Owner: QW 309

Plastic Specialties and Technologies, Inc.

Case Number/Subcase	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
S062-7011/0	PRI	08/377,858 25-Jan-1995		5,498,043 12-Mar-1996	Granted	25-Jan-2015

Client Name: Swan Products LLC

Attorney(s): TAH

Agent Name:

Client Ref:

Title: HOSE FITTING HAVING FERRULE ANTI-ROTATION RATCHET TEETH

TRADEMARK

REEL: 005767 FRAME: 0635

Owner: TMI2

Trademark, Inc.

Case Number/Subcase	Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
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S062-7018/0	United States of America	DES	29/221,708 19-Jan-2005		D512,492 06-Dec-2005	Granted	06-Dec-2019
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Client Name: Swan Products LLC

Agent Name: HOSE COUPLER

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7002/0	United States of America	PRI	12/960,750 06-Dec-2010	US-2012-0137831-A1 07-Jun-2012	8,409,321 02-Apr-2013	Granted	17-May-2031
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Client Name: Swan Products LLC

Agent Name: METHOD AND APPARATUS FOR LEACHING METAL FROM MINING ORE

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7016/0	United States of America	ORD	08/869,498 05-Jun-1997		5,921,586 13-Jul-1999	Granted	05-Jun-2017
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Client Name: Swan Products LLC

Agent Name: VARIABLE SIZE FITTING

Attorney(s): TAH

Client Ref:

Agent Ref:

Owner: TMI2 Tekai-Plex, Inc.

Case Number/Subcase	Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
S062-7017/0	United States of America	DCN	29/221,707 19-Jan-2005		D512,134 S 29-Nov-2005	Granted	29-Nov-2019

Client Name: Swan Products LLC

Agent Name: SPIGOT

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7020/0	United States of America	ORD	10/812,202 29-Mar-2004		7,121,521 17-Oct-2006	Granted	27-May-2024
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Client Name: Swan Products LLC

Agent Name: SPIGOT

Attorney(s): TAH

Client Ref:

Agent Ref:

S062-7019/0	United States of America	ORD	10/812,119 29-Mar-2004	US-2004-0201213-A1 14-Oct-2004	7,108,292 19-Sep-2006	Granted	05-Sep-2024
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Client Name: Swan Products LLC

Agent Name: HOSE COUPLER

Attorney(s): TAH

Client Ref:

Agent Ref:

Owner: TMI2

Tekol-Prox, Inc.

Case Number/Subcase Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status Expiration Date
S062-7003/1 United States of America	CIP	13/309,164 01-Dec-2011	US-2013-0133772-A1 30-May-2013	9,261,222 16-Feb-2016	Granted 21-Aug-2032

Client Name: Swan Products LLC

Attorney(s): TAH

Agent Name:

Client Ref:

Title: ANTI-KINKING DEVICE FOR GARDEN OR WATER HOSE

Agent Ref:

Owner: OW233 IPI Acquisition Subsidiary, Inc

Case Number/Subcase	Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status	Expiration Date
S062-7015/0	United States of America	PRI	08/904.404 31-Jul-1997		5,894,866 20-Apr-1999	Granted	31-Jul-2017

Client Name: Swan Products LLC

Agent Name:

Title: GARDEN HOSE ASSEMBLY HAVING HOLDING MEANS ADAPTED TO BE COILED AROUND AN ASSOCIATED SUPPORT AND METHOD OF MAKING SAME

Client Ref:

Agent Ref:

S062-7012/0	United States of America	PRI	08/438.868 10-May-1995		5,626,369 06-May-1997	Granted	10-May-2015
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Client Name: Swan Products LLC

Agent Name:

Title: HOSE ASSEMBLY INTERNALLY THREADED MEMBER THEREFOR AND METHODS OF MAKING THE SAME

Client Ref:

Agent Ref:

S062-7015/1	United States of America	CON	09/271.695 18-Mar-1999		6,021,818 08-Feb-2000	Granted	31-Jul-2017
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Client Name: Swan Products LLC

Agent Name:

Title: GARDEN HOSE ASSEMBLY HAVING HOLDING MEANS ADAPTED TO BE COILED AROUND AN ASSOCIATED SUPPORT AND METHOD OF MAKING SAME

Client Ref:

Agent Ref: