

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM386589

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Water-Jel Technologies, L.L.C.		06/01/2016	Limited Liability Company: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Water-Jel Technologies Acquisition Co., LLC		
Street Address:	50 Broad Street		
City:	Carlstadt		
State/Country:	NEW JERSEY		
Postal Code:	07072		
Entity Type:	Limited Liability Company: NEW JERSEY		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	2987093	COOL JEL	
Registration Number:	1394610		
Registration Number:	1186537		
Registration Number:	1762382	WATER-JEL BURN JEL	
Registration Number:	1854013	UNBURN	
Registration Number:	1958221		
Registration Number:	1185594	WATER JEL	
Registration Number:	2567184	BURN JEL	
Registration Number:	3080044	STERIL-EYES	
Registration Number:	3187741	BURN STOP	
Registration Number:	3107341	WATER-JEL MUSCLE JEL	
Registration Number:	4339452		
Registration Number:	3938459	R1 A WATER-JEL PRODUCT	
Registration Number:	3938460	R2 A WATER-JEL PRODUCT	
Registration Number:	3946223	RADIADERM	
Registration Number:	3942248	RADIADERM SYSTEM	
Registration Number:	1177931	WATER-JEL	
Registration Number:	1429819	WATER-JEL	
Registration Number:	1392078	WATER-JEL	
TRADEMARK			

CH \$490.00 2987093

CORRESPONDENCE DATA**Fax Number:** 7322246599*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:** 732-741-3900**Email:** pconvery@ghclaw.com**Correspondent Name:** Patrick S. Convery**Address Line 1:** 125 Half Mile Road**Address Line 4:** Red Bank, NEW JERSEY 07701

ATTORNEY DOCKET NUMBER:	20179-0001
NAME OF SUBMITTER:	Patrick S. Convery
SIGNATURE:	/Patrick S. Convery/
DATE SIGNED:	06/03/2016

Total Attachments: 6

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this “Trademark Assignment”) is made as of this 1st day of June, 2016 by Water-Jel Technologies, L.L.C., a New Jersey limited liability company with a principal office located at 50 Broad Street, Carlstadt, New Jersey 07072 (“Assignor”) in favor of Water-Jel Technologies Acquisition Co., LLC, a New Jersey limited liability company with a principal office located at 50 Broad Street, Carlstadt, New Jersey 07072 (“Assignee”). Capitalized terms used herein but not defined herein shall have the meanings given to them in the Asset Purchase Agreement, dated as of June 1, 2016 (the “Purchase Agreement”), by and among Assignor, Assignee, Water-Jel Holding Company, Water-Jel Technologies Holding Co., LLC and certain subordinated noteholders named in the Purchase Agreement.

WHEREAS, in accordance with the terms and conditions of the Purchase Agreement, Assignor transferred to Assignee certain intellectual property and intellectual property rights of Assignor including, but not limited to, Assignor’s entire right, title and interest in and to the trademarks registered in the name of Assignor which are listed in Schedule 1 attached hereto (the “Assigned Trademarks”);

WHEREAS, in accordance with the terms and covenants of the Purchase Agreement, Assignor has agreed to execute and deliver any and all documents and instruments necessary to effectuate the transfer of Assignor’s entire right, title and interest in the Assigned Trademarks and the registration thereto to Assignee, and to execute and deliver any and all documents and instruments necessary for recordation with the United States Patent and Trademark Office any and all such documents effectuating and evidencing the transfer of ownership of the Assigned Trademarks and registration thereof, and has agreed to execute any such documents in the future to effectuate the foregoing and has further agreed that the foregoing assurances and duties shall survive the execution and consummation of this Trademark Assignment.

WHEREAS, Assignor desires to transfer to Assignee, and Assignee desires to acquire from Assignor, Assignor’s entire right, title and interest in the Assigned Trademarks and the goodwill of the business symbolized by the Assigned Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee and its successors and assigns, in accordance with the terms of the Purchase Agreement (which are incorporated herein by reference in lieu of repetition), all right, title and interest of Assignor in and to the Assigned Trademarks, including all common law rights in, to and under the Assigned Trademarks, and all other rights in, to and under the Assigned Trademarks, together with the goodwill of the business symbolized by the Assigned Trademarks, and the registration thereof.

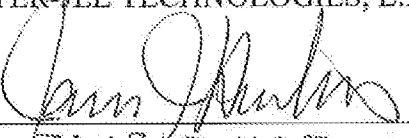
AND FURTHER, Assignor represents, warrants and covenants to Assignee and its successors and assigns that it has full power and right to convey all rights assigned hereby to Assignee in accordance with the terms of the Purchase Agreement, that it has not and will not execute any agreement or instrument inconsistent herewith.

AND FURTHER, this Trademark Assignment shall be binding on the successors and assigns of Assignor and shall inure to the benefit of the successors and assigns of Assignee.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed on June 1, 2016.

ASSIGNOR:

WATER-JEL TECHNOLOGIES, L.L.C.

By: 
Name: JAMES J. HARTNETT III
Title: MANAGER

Schedule 1

Assigned Trademarks

FILE NUMBER	COUNTRY	STATUS	DATE FILED	APPLICATION NUMBER	TITLE
04915.T002US	US	Registered	Jun 30, 2004	76599955	COOL JEL
04915.T006ID	ID	Registered	Jan 18, 2004	R002003000638	WATER-JEL
04915.T007EG	EG	Registered	Sep 23, 1986	67989	WATER-JEL
04915.T008IN	IN	Registered	Mar 1, 1985	434818B	WATER-JEL
04915.T009IN	IN	Registered	Mar 1, 1985	434819B	WATER-JEL (9)
04915.T011PE	PE	Pending	Jan 13, 2016	647132	WATER JEL
04915.T012BR	BR	Registered	Jun 5, 1990	815554737	WATER-JEL (word mark)
04915.T013BR	BR	Registered	Jun 26, 1990	815568509	WATER-JEL & Design
04915.T015	JP	Registered	Sep 9, 1982	803171982	WATER-JEL
04915.T016	ES	Registered	May 3, 2001	1652899	WATER-JEL
04915.T017	KR	Registered	Mar 9, 2007	20074485	WATER-JEL & DESIGN
04915.T018	PR	Registered	Oct 18, 2005	7768	TWO FIGURES WITH FLAME & BLANKET (base on US 1,394,610 Dt. 5
04915.T019	US	Registered	Mar 13, 1985	73526736	TWO FIGURES WITH FLAME & BLANKET
04915.T020	FI	Registered	Jul 23, 1991	T199103418	WATER-JEL
04915.T021	US	Registered	Dec 15, 1980	73289824	TWO FIGURES WITH FLAME & BLANKET
04915.T022	IL	Registered	Nov 3, 1989	74233	FIRE ROBE WATER-JEL & Design

04915.T023	IL	Registered	Nov 3, 1989	74232	FIRE ROBE
04915.T024	FR	Registered	Aug 23, 1982	638326	WATER-JEL
04915.T025	GB	Registered	Jul 23, 1991	1471486	WATER-JEL
04915.T026	US	Registered	May 21, 1992	74277482	WATER-JEL BURN-JEL
04915.T027	US	Registered	Apr 16, 1993	74379450	UNBURN
04915.T028	US	Registered	Jul 29, 1993	74419451	NEW DROPLET DESIGN
04915.T029	GR	Registered	Oct 1, 1991	106110	WATER-JEL
04915.T030	US	Registered	Dec 15, 1980	73289823	WATER JEL AND DROPLET DESIGN
04915.T031	HK	Registered	Jul 26, 1991	536891	WATER-JEL
04915.T032	EM	Registered	Oct 8, 2001	2404820	BURN JEL
04915.T033	US	Registered	Apr 6, 2001	76236542	BURN JEL
04915.T034	NZ	Registered	Nov 16, 2006	759093	STERIL-EYES
04915.T035	US	Registered	Nov 9, 2001	76335592	STERIL-EYES
04915.T036	IB	Registered	Nov 13, 2006	906500	STERIL-EYES
04915.T037	AU	Registered	Nov 13, 2006	906500	STERIL-EYES
04915.T038	EM	Registered	Nov 13, 2006	906500	STERIL-EYES
04915.T039	US	Registered	Aug 25, 2003	76539648	BURN STOP
04915.T040	US	Registered	Jun 28, 2004	76599449	WATER-JEL MUSCLE JEL
04915.T041	US	Registered	Oct 5, 2011	85439779	UNBURN LOGO DESIGN (Misc. Design)
04915.T042	IL	Registered	Oct 30, 1984	59838	WATER-JEL
04915.T043	US	Registered	May 13, 2009	77735943	R1 A WATER-JEL PRODUCT

04915.T044	US	Registered	May 13, 2009	77735947	R2 A WATER-JEL PRODUCT
04915.T045	US	Registered	Jun 4, 2010	85055147	RADIADERM
04915.T046	US	Registered	Jun 16, 2010	85064565	RADIADERM SYSTEM
04915.T047	IN	Registered	Mar 1, 1985	434818	WATER-JEL
04915.T048	AU	Registered	Aug 28, 1980	A350293	WATER-JEL
04915.T049	IT	Registered	Oct 17, 2012	TO2012C002958	WATER-JEL
04915.T050	MX	Registered	Jan 3, 1994	187006	WATER-JEL
04915.T051	NO	Registered	Jul 25, 1991	913742	WATER-JEL
04915.T052	PR	Registered	Jan 22, 1991	7773	WATER-JEL (based on US 1,177,931 Dt. 11- 17-81)
04915.T053	SA	Registered	Dec 8, 1984	903	WATER-JEL
04915.T054	BX	Registered	Sep 2, 1982	652342	WATER-JEL
04915.T055	SE	Registered	Feb 20, 2002	21566	WATER-JEL
04915.T056	SG	Registered	Jun 21, 1973	S58212	WATER-JEL
04915.T057	TH	Registered	May 31, 2001	455063	WATER-JEL
04915.T058	US	Registered	Dec 15, 1980	73289821	WATER-JEL
04915.T059	ZA	Registered	Apr 17, 1991	912709	WATER-JEL
04915.T060	AU	Registered	Apr 14, 1986	B443691	WATER-JEL
04915.T061	CA	Registered	Aug 19, 1980	457660	WATER-JEL
04915.T062	DK	Registered	Nov 4, 1991	0786391	WATER-JEL & Design
04915.T063	CA	Registered	Jan 4, 1991	673337	WATER-JEL
04915.T064	GB	Registered	Jul 23, 1991	1471487	WATER-JEL & Design

04915.T065	HK	Registered	Jul 26, 1991	563791	WATER-JEL & Design
04915.T066	IN	Registered	Mar 1, 1985	434819	WATER-JEL
04915.T067	SG	Registered	Apr 11, 2003	30828	WATER-JEL & Design
04915.T068	CH	Registered	Sep 3, 1982	5060	WATER-JEL
04915.T069	US	Registered	Jul 24, 1986	73611229	WATER-JEL & Design
04915.T070	ZA	Registered	Apr 17, 1991	912710	WATER-JEL
04915.T071	PR	Registered	Nov 27, 1990	30009	WATER-JEL
04915.T072	PR	Registered	Nov 27, 1990	30010	WATER-JEL & DES.
04915.T073	EM	Registered	Jan 27, 2012	10597904	WATER JEL
04915.T074US	US	Registered	Feb 19, 1985	73522971	WATER-JEL
04915.T075	CA	Registered	Nov 30, 1982	495568	WATER-JEL IN TEARDROP DESIGN
04915.T076	IL	Registered	Oct 30, 1984	59839	WATER-JEL IN TEARDROP DESIGN
04915.T077	DE	Registered	Aug 19, 1982	T219335WZ	WATER-JEL
04915.T078	BR	Registered	Jun 26, 1990	815568509	WATER-JEL (device)
04915.T079	BR	Registered	Jun 5, 1990	815554737	WATER-JEL
04915.T080	EG	Registered	Sep 23, 1986	67989	WATER-JEL
04915.T081	CA	Registered	Nov 30, 1982	495569	TWO FIGURES WITH FLAME & BLANKET
04915.T082	IL	Registered	Oct 30, 1984	59842	TWO FIGURES WITH FLAME & BLANKET