

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM503479

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NEWSTAR FINANCIAL, INC., as agent		12/18/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	LATHAM POOL PRODUCTS, INC. (successor-in-interest to Viking Pools, LLC)		
Street Address:	787 Watervliet Shaker Road		
City:	Latham		
State/Country:	NEW YORK		
Postal Code:	12110		
Entity Type:	Corporation: DELAWARE		
Name:	POOL COVER SPECIALISTS, LLC (f/k/a Pool Cover Specialists National, Inc.)		
Street Address:	787 Watervliet Shaker Road		
City:	Latham		
State/Country:	NEW YORK		
Postal Code:	12110		
Entity Type:	Limited Liability Company: UTAH		
PROPERTY NUMBERS Total: 81			
Property Type	Number	Word Mark	
Registration Number:	2665227	ACP ADVANCED COMPOSITE POOL	
Registration Number:	4749734	AUTODRAIN	
Registration Number:	4501825	BLUE HAWAIIAN	
Registration Number:	2502097	BLUE HAWAIIAN FIBERGLASS POOLS	
Registration Number:	4236213	CIT CARBON INFUSED TECHNOLOGY	
Registration Number:	3151358	COVERLUXE	
Registration Number:	3985851	COVERSTAR	
Registration Number:	2648095	CRYSTITE	
Registration Number:	3851008	DURAGARD	
Registration Number:	3304295	ECLIPSE	
Registration Number:	4498617	EQUATOR	

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Property Type	Number	Word Mark
Registration Number:	1596448	FORT WAYNE POOLS
Registration Number:	2623428	FORT WAYNE POOLS
Registration Number:	3589222	FUSION
Registration Number:	2636565	GEMSTONE
Registration Number:	2445871	GRAPHEX
Registration Number:	4236215	HYDRO ZONE
Registration Number:	4444979	INTEGRITY POOL PRODUCTS
Registration Number:	4084041	INVIS-A-DRAIN
Registration Number:	3552635	IPOOL
Registration Number:	4212707	KALEIDO-CENTER
Registration Number:	4463607	L LATHAM
Registration Number:	4448578	LATHAM BEHIND EVERY POOL
Registration Number:	4236216	LIBERTY COMPOSITE POOLS
Registration Number:	1071846	
Registration Number:	4455850	COVERSTAR
Registration Number:	2636566	OPALSTONE
Registration Number:	1404795	PACIFIC
Registration Number:	1296241	PACIFIC
Registration Number:	2939818	PACIFIC POOLS
Registration Number:	2408045	PERFORMANCE POOL PRODUCTS
Registration Number:	4456420	PERFORMANCE POOL PRODUCTS
Registration Number:	4651428	PERFORMANCE POOL PRODUCTS
Registration Number:	2495496	PERFORMANCE SAFETY COVER
Registration Number:	2661136	PERFORMANCE STEPS
Registration Number:	2444031	PERFORMANCE VINYL
Registration Number:	1133677	PONDEX
Registration Number:	4088913	POWERFLEX
Registration Number:	4215259	PREMIER
Registration Number:	4703451	PREMIER SAFETY COVERS
Registration Number:	2653798	PREMIER VINYL
Registration Number:	3603312	PROTEX
Registration Number:	2968424	SOLID SURFACE POOLS
Registration Number:	2968423	SOLID SURFACE SPAS
Registration Number:	4236214	
Registration Number:	4097051	SUREFIT
Registration Number:	2902039	SWIMWISE
Registration Number:	2867503	TRILOGY
Registration Number:	3662041	TRILOGY COMPOSITES

Property Type	Number	Word Mark
Registration Number:	3584620	TRILOGY COMPOSITES
Registration Number:	4505445	
Registration Number:	2863408	TRILOGY POOLS
Registration Number:	3659414	TRILOGY SPAS
Registration Number:	3645923	ULTRAGARD III
Registration Number:	4452209	ULTRA-SEAM
Registration Number:	2537895	VIKING POOLS
Registration Number:	2482210	VIKING POOLS
Registration Number:	2723058	VIKING POOLS
Registration Number:	2477933	VIKING POOLS
Registration Number:	4488986	
Registration Number:	4588546	
Registration Number:	4542467	WE MAKE IT STRONG. WE MAKE IT EASY. COVE
Registration Number:	1142567	KAFKO
Registration Number:	4170601	KAFKO
Registration Number:	1565944	SNAP-LOCK
Registration Number:	1565943	SNAP-LOCK
Registration Number:	3792589	COVER LOGIX
Registration Number:	3783930	COVERLOGIX
Registration Number:	4586987	P PLASTIMAYD PRECISION CRAFTED POOL LINE
Registration Number:	4645964	PHOTOLOGIX
Registration Number:	1583720	PLASTIMAYD
Registration Number:	1535763	PLASTIMAYD
Registration Number:	1531990	SPACE ARENA
Registration Number:	2437246	ULTRA-MAYD
Registration Number:	2039975	VA
Registration Number:	1987341	VYN-ALL
Registration Number:	4586992	VYNALL CUSTOM POOL LINERS
Registration Number:	2790414	POOL COVER SPECIALISTS
Registration Number:	2982289	POOL COVER SPECIALISTS
Registration Number:	4178232	EXTENDED LIVING SPACES
Serial Number:	86460555	POOL COVER SPECIALISTS

CORRESPONDENCE DATA

Fax Number: 2028357586

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: 202-835-7500

Email: dcip@milbank.com

Correspondent Name: Kristin Yohannan, Esq.
Address Line 1: 1850 K Street, NW, Suite 1100
Address Line 2: Milbank, Tweed, Hadley & McCloy, LLP
Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER: 26152.00003

NAME OF SUBMITTER: Kristin L. Yohannan

SIGNATURE: /s/ Kristin L. Yohannan

DATE SIGNED: 12/26/2018

Total Attachments: 9

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTERESTS IN TRADEMARKS** (“**Release**”) is granted as of December 18, 2018 by **NEWSTAR FINANCIAL, INC.**, as agent for the Lenders (the “**Agent**”), in favor of **LATHAM POOL PRODUCTS, INC.** (successor-in-interest to Viking Pools, LLC), a Delaware corporation, and **POOL COVER SPECIALISTS, LLC** (f/k/a Pool Cover Specialists National, Inc.), a Utah limited liability company (collectively, the “**Grantors**” and each individually, a “**Grantor**”); and

WHEREAS, the Grantors, the other loan parties from time to time party thereto, the lenders from time to time parties thereto (the “**Lenders**”) and the Agent have entered into a Security Agreement, dated as of June 29, 2015 (as amended, restated, supplemented, replaced, increased, refinanced or otherwise modified from time to time, the “**Security Agreement**”); terms used herein and not otherwise defined shall have the meaning ascribed to such terms in the Security Agreement or Trademark Agreement (defined below);

WHEREAS, the Grantors have executed and delivered that certain Trademark Security Agreement, dated as of June 29, 2015, which was recorded with the United States Patent and Trademark Office on June 30, 2015, at Reel 5565 and Frame 0445 (the “**Trademark Agreement**”), pursuant to which the Grantors granted a security interest in all of their right, title and interest in, to and under the Trademark Collateral; and

WHEREAS, the Agent (acting at the direction of the Lenders) now desires to terminate and discharge fully its interest in the Trademark Collateral described in the Trademark Agreement, including, for the avoidance of doubt, the Trademarks identified in Schedule A annexed hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent does hereby release, terminate, cancel and discharge fully any and all liens and security interests it may have in and to the Trademark Collateral. If, and to the extent that the Agent has acquired any right, title and interest in, to, and under the Trademark Collateral, the Agent hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantors. The Agent terminates and cancels the Trademark Agreement.

The Agent agrees to take all further actions, and provide to the Grantors and their respective successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantors, at the Grantors’ sole cost and expense, to more fully and effectively effectuate the purposes of this Release. The Agent hereby authorizes and requests that the United States Patent and Trademark Office note and record the present Release of Security Interest in Trademarks.

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

IN WITNESS WHEREOF, the undersigned has duly executed and delivered this
Termination and Release of Security Interest in Trademarks as of the date above first written.

NEWSTAR FINANCIAL, INC., as Agent

By: 
Name:
Title: **Brian Forde**
NewStar Financial Inc.
Managing Director

Acknowledged and agreed:

LATHAM POOL PRODUCTS, INC., as a
Grantor

By: 
Name: Scott M. Rajeski
Title: Chief Executive Officer, President
and Secretary

POOL COVER SPECIALISTS, LLC, as a
Grantor

By: 
Name: Scott M. Rajeski
Title: President and Secretary

[Signature Page to Release of Security Interest in Trademarks]

SCHEDULE "A"

Trademarks**TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS**

OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
U.S. Trademarks		
Latham Pool Products, Inc.	2,665,227	ACP ADVANCED COMPOSITE POOL and Design
Latham Pool Products, Inc.	4,749,734	AUTO DRAIN
Latham Pool Products, Inc.	4,501,825	Blue Hawaiian and design
Latham Pool Products, Inc.	2,502,097	BLUE HAWAIIAN FIBERGLASS POOLS
Latham Pool Products, Inc.	4,236,213	CARBON INFUSED TECHNOLOGY (CIT) and design
Latham Pool Products, Inc.	3,151,358	COVERLUXE
Latham Pool Products, Inc.	3,985,851	COVERSTAR
Latham Pool Products, Inc.	2,648,095	CRYSTITE
Latham Pool Products, Inc.	3,851,008	DURAGARD
Latham Pool Products, Inc.	3,304,295	ECLIPSE
Latham Pool Products, Inc.	4,498,617	Equator (internet brand)
Latham Pool Products, Inc.	1,596,448	FORT WAYNE POOLS and design
Latham Pool Products, Inc.	2,623,428	FORT WAYNE POOLS INC. and design
Latham Pool Products, Inc.	3,589,222	FUSION
Latham Pool Products, Inc.	2,636,565	GEMSTONE
Latham Pool Products, Inc.	2,445,871	GRAPHEX
Latham Pool Products, Inc.	4,236,215	Hydro Zone (stylized)
Latham Pool Products, Inc.	4,444,979	Integrity Pool Products
Latham Pool Products, Inc.	4,084,041	Invis-a-Drain
Latham Pool Products, Inc.	3,552,635	IPOOL
Latham Pool Products, Inc.	4,212,707	Kaleido-Center and Design
Latham Pool Products, Inc.	4,463,607	LATHAM
Latham Pool Products, Inc.	4,448,578	Latham Behind Every Pool
Latham Pool Products, Inc.	4,236,216	Liberty Composite Pools and design
Latham Pool Products, Inc.	1,071,846	Miscellaneous (The Pacific Wave) Design

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OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Latham Pool Products, Inc.	4,455,850	New Coverstar design
Latham Pool Products, Inc.	2,636,566	OPALSTONE
Latham Pool Products, Inc.	1,404,795	PACIFIC (Class 11)
Latham Pool Products, Inc.	1,296,241	PACIFIC (Class 19)
Latham Pool Products, Inc.	2,939,818	PACIFIC POOLS and design
Latham Pool Products, Inc.	2,408,045	Performance Pool Products (PPP)
Latham Pool Products, Inc.	4,456,420	Performance Pool Products = steps, safety covers, vinyl (Class 19)
Latham Pool Products, Inc.	4,651,428	Performance Pool Products = steps, safety covers, vinyl (Class 6)
Latham Pool Products Inc.	2,495,496	Performance Safety Cover
Latham Pool Products Inc.	2,661,136	PERFORMANCE STEPS
Latham Pool Products Inc.	2,444,031	PERFORMANCE VINYL
Latham Splash Canada, Inc.	1,133,677	PONDEX
Latham Pool Products, Inc.	4,088,913	Powerflex
Latham Pool Products, Inc.	4,215,259	Premier (Pool Products)
Latham Pool Products, Inc.	4,703,451	Premier Safety Covers
Latham Pool Products, Inc.	2,653,798	PREMIER VINYL
Latham Pool Products, Inc.	3,603,312	ProTex
Latham Pool Products, Inc.	2,968,424	Solid Surface Pools
Latham Pool Products, Inc.	2,968,423	Solid Surface Spas
Latham Pool Products, Inc.	4,236,214	Sun and Palm Tree and Design
Latham Pool Products, Inc.	4,097,051	SureFit
Latham Pool Products, Inc.	2,902,039	SWIMWISE
Latham Pool Products, Inc.	2,867,503	TRILOGY
Latham Pool Products, Inc.	3,662,041	Trilogy Composites
Latham Pool Products, Inc.	3,584,620	Trilogy Composites
Latham Pool Products, Inc.	4,505,445	Trilogy design
Latham Pool Products, Inc.	2,863,408	TRILOGY POOLS
Latham Pool Products, Inc.	3,659,414	TRILOGY SPAS
Latham Pool Products, Inc.	3,645,923	ULTRAGARD III
Latham Pool Products, Inc.	4,452,209	Ultra-Seam
Latham Pool Products, Inc.	2,537,895	VIKING POOLS
Latham Pool Products, Inc.	2,482,210	VIKING POOLS
Latham Pool Products, Inc.	2,723,058	VIKING POOLS and design
Latham Pool Products, Inc.	2,477,933	VIKING POOLS and design
Latham Pool Products, Inc.	4,488,986	Water Drop Flower – design
Latham Pool Products, Inc.	4,588,546	Water Drop Flower black and white design

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OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Latham Pool Products, Inc.	4,542,467	WE MAKE IT STRONG WE MAKE IT EASY Coverstar
Latham Pool Products, Inc.	1,142,567	KAFKO
Latham Pool Products, Inc.	4,170,601	KAFKO Logo
Latham Pool Products, Inc.	1,565,944	SNAP-LOCK
Latham Pool Products, Inc.	1,565,943	SNAP-LOCK Design
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	3,792,589	CoverLogix and design
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	3,783,930	CoverLogix word only
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	4,586,987	P Plastimayd and design
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	4,645,964	Photologix
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	1,583,720	Plastimayd
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	1,535,763	Plastimayd
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	1,531,990	Space Arena
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	2,437,246	Ultra Mayd
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	2,039,975	VA and design
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	1,987,341	VynAll
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	4,586,992	VynAll
Pool Cover Specialists National, Inc.	2,790,414	Pool Cover Specialists

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OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Pool Cover Specialists National, Inc.	2,982,289	Pool Cover Specialists
Pool Cover Specialists National, Inc.	S/N 86/460,555	Pool Cover Specialists and design
Viking Pools, LLC	4,178,232	Extended Living Spaces
Canadian Trademarks		
Latham Pool Products, Inc.	TMA842,585	Aqua-Point
Latham Pool Products, Inc.	TMA210743	AQUA SPA
Latham Pool Products, Inc.	TMA210742	AQUA STEP
Latham Pool Products, Inc.	TMA672,530	AQUAFLEX
Latham Pool Products, Inc.	1,694,103	AUTO-DRAIN & 3 DROPLET LOGO
Latham Pool Products, Inc.	TMA 858,449	BEHIND EVERY POOL
Latham Pool Products, Inc.	TMA890,276	BLUE HAWAIIAN & Dolphin Design
Latham Pool Products, Inc.	TMA768201	BIO-SHADE
Latham Pool Products, Inc.	TMA891321	BLUE HAWAIIAN
Latham Pool Products, Inc.	TMA 856,506	Coverlux
Latham Pool Products, Inc.	1,718,986	COVERSTAR
Latham Pool Products, Inc.	1,718,990	COVERSTAR
Latham Pool Products, Inc.	TMA856,507	Eclipse
Latham Pool Products, Inc.	1,577,949	Equator
Latham Pool Products, Inc.	TMA903,586	GRAPHEX
Latham Pool Products, Inc.	TMA 851,347	Integrity Pool Products
Latham Pool Products, Inc.	TMA357000	INTER-LOCK
Latham Pool Products, Inc.	TMA369205	INTER-LOCK & DESIGN
Latham Pool Products, Inc.	TMA 851,350	Invis-a-Drain
Latham Pool Products, Inc.	TMA781027	iPOOL
Latham Pool Products, Inc.	TMA 231,209	KAFKO
Latham Pool Products, Inc.	TMA247376	KAFKO & DESIGN
Latham Pool Products, Inc.	1587677	L LATHAM Design
Latham Pool Products, Inc.	TMA 859,936	L LATHAM Design
Latham Pool Products, Inc.	TMA 858,464	LATHAM POOL PRODUCTS
Latham Pool Products, Inc.	TMA740515	LITEPRO
Latham Pool Products, Inc.	TMA205024	PACIFIC POOLS
Latham Pool Products, Inc.	TMA 856,508	Performance Pool Products
Latham Pool Products, Inc.	TMA232162	PONDEX
Latham Pool Products, Inc.	TMA299887	POOLTECH
Latham Pool Products, Inc.	TMA 358,312	Positive-Lock
Latham Pool Products, Inc.	TMA 357,013	Positive-Lock design

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OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Latham Pool Products, Inc.	TMA 856,511	Powerflex
Latham Pool Products, Inc.	TMA754643	PROTEX
Latham Pool Products, Inc.	TMA363001	RIVET-LOCK
Latham Pool Products, Inc.	TMA357014	RIVET-LOCK & DESIGN
Latham Pool Products, Inc.	TMA 357,862	Snap-Lock
Latham Pool Products, Inc.	TMA 357,012	Snap-Lock & design
Latham Pool Products, Inc.	TMA 864,296	SureFit
Latham Pool Products, Inc.	TMA 856,504	Swimwise
Latham Pool Products, Inc.	TMA592297	TOTAL VINYL PRODUCTS
Latham Pool Products, Inc.	TMA425133	TRIAC
Latham Pool Products, Inc.	TMA433090	TRIANGLES DESIGN
Latham Pool Products, Inc.	1,641,349	Trilogy 9 Curved Line Design
Latham Pool Products, Inc.	TMA 856,505	Trilogy Pools
Latham Pool Products, Inc.	TMA 856,512	Trilogy Spas
Latham Pool Products, Inc.	TMA574406	TVP DESIGN
Latham Pool Products, Inc.	1,589,804	Ultra-Seam
Latham Pool Products, Inc.	TMA 856,513	Viking Pools
Latham Pool Products, Inc.	1,577,951	Water Drop Flower design
Latham Pool Products, Inc.	1,640,060	COVERSTAR WE MAKE IT STRONG WE MAKE IT EASY
Latham Pool Products, Inc.	1,668,766	COVERSTAR CANADA WE MAKE IT STRONG WE MAKE IT EASY
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	1,701,179	Coverlogix
Latham Pool Products, Inc. (assignee of Plastimayd LLC)	1,701,178	Plastimayd
Pool Cover Specialists National, Inc	1,700,981	Pool Cover Specialists
Pool Cover Specialists National, Inc	1,700,982	Pool Cover Specialists design
European Trademarks		
Latham Pool Products Inc.	001561695	GRAPHEX
Latham Pool Products Inc.	001561844	NOTHING'S AS COOL AS A POOL
Latham Pool Products Inc.	4,031,662	PACIFIC POOLS design
Latham Pool Products Inc.	001561752	PERFORMANCE LADDER
Latham Pool Products Inc.	001561885	PERFORMANCE SAFETY COVER

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OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Latham Pool Products Inc.	001565860	PERFORMANCE STEPS
Latham Pool Products Inc.	3,388,791	Permalife Pools
Latham Pool Products Inc.	3,405,842	Permalife Pools design
Latham Pool Products Inc.	001537406	POOL PRO
Latham Pool Products Inc.	001537356	POOLPRO
Latham Pool Products, Inc.	11,144,921	BEHIND EVERY POOL
Latham Pool Products, Inc.	11,186,871	L Circle Logo
Latham Pool Products, Inc.	010883353	L LATHAM
Latham Pool Products, Inc.	010883304	LATHAM