

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM563499

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Memorandum and Notice of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
S.R. Smith, LLC		02/21/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Zions Bancorporation, N.A.		
Doing Business As:	California Bank & Trust		
Street Address:	456 Montgomery Street		
Internal Address:	Suite 2300		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94104		
Entity Type:	A Bank: CALIFORNIA		
PROPERTY NUMBERS Total: 36			
Property Type	Number	Word Mark	
Registration Number:	2215869	PAL PORTABLE AQUATIC LIFT	
Registration Number:	3722835	AXS	
Registration Number:	4405877	SPLASH!	
Registration Number:	4377923	LIFTOPERATOR	
Registration Number:	3295947	SEALEDSTEEL	
Registration Number:	3295948	WETTRACTION	
Registration Number:	3930361	S.R. SMITH	
Registration Number:	4566847	S.R. SMITH	
Registration Number:	4346803	TYPHOON	
Registration Number:	4346810	VORTEX	
Registration Number:	4346804	TURBOTWISTER	
Registration Number:	5013159	HELIX	
Registration Number:	4405878	ROCKSOLID	
Registration Number:	5009468	POOLLUX	
Registration Number:	4824932	TREO	
Registration Number:	4784725	SALT POOL FRIENDLY NAACL	
Registration Number:	5353868	BIG RIDE	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	5228794	SENTRY
Serial Number:	78209994	SUNBATHER
Registration Number:	1500428	FIBERSTARS
Registration Number:	3051268	JAZZ
Registration Number:	1904331	BRITEPAK
Registration Number:	1905553	STAR GLO
Registration Number:	1978823	FIBERSTIX
Registration Number:	1898069	FIBERTWIST
Serial Number:	87612514	AQUASOCKET
Serial Number:	87881144	TRUETREAD
Serial Number:	87176750	KELO
Serial Number:	87649292	SWIMWALL SYSTEM
Serial Number:	88214992	M MOD-LITE
Serial Number:	88214982	M MOD-LITE
Serial Number:	88140240	MOD-LITE
Serial Number:	88520214	MULTIWHITE
Serial Number:	88141394	POWERPASS
Serial Number:	88401038	SLIDE AWAY
Serial Number:	88311028	SLIDEAWAY

CORRESPONDENCE DATA

Fax Number:

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: 2138915941

Email: llevinson@buchalter.com

Correspondent Name: Lisa Levinson

Address Line 1: 1000 Wilshire Blvd., SUITE 1500

Address Line 2: C/O BUCHALTER, A PROFESSIONAL CORPORATIO

Address Line 4: Los Angeles, CALIFORNIA 90017

ATTORNEY DOCKET NUMBER:	C0426-0041
NAME OF SUBMITTER:	Lisa Levinson
SIGNATURE:	/Lisa Levinson/
DATE SIGNED:	02/24/2020

Total Attachments: 5

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN TRADEMARKS AND PATENTS**

February 21, 2020

S.R. SMITH, LLC, a Delaware limited liability company, whose address is 1017 S.W. Berg Pkwy., Canby, OR 97013 (“Debtor”) hereby acknowledges that it has granted to **ZIONS BANCORPORATION, N.A. DBA CALIFORNIA BANK & TRUST**, (“Secured Party”), a security interest in and to all of such Debtor’s right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor (other than intent to use trademark applications to the extent excluded in the Agreement (as defined below)) which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor (“Trademarks”), together with the goodwill and assets of the business; and (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (“Patents”), and all actions for infringement concerning each of the foregoing.

Unless and until an Event of Default (as defined in the Agreement) occurs and is continuing, Debtor shall retain the legal and equitable title to the Trademarks and Patents, and shall have the right to use and register the Trademarks and Patents, as applicable, in the ordinary course of the business of Debtor. The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement of even date herewith (the “Agreement”), between Debtor and Secured Party, as security for the Obligations under and as set forth in the Agreement and other agreements referred to therein. Nothing contained herein shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Remainder of page intentionally left blank. Signature pages follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

DEBTOR:

S.R. SMITH, LLC,
a Delaware limited liability company

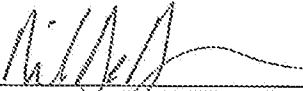
By: 
Name: Michael A. DeDona
Title: Chief Financial Officer and Secretary

EXHIBIT A

TRADEMARKS AND TRADEMARK APPLICATIONS

Registered Trademarks and Trademark Applications	Registrar	Description	Serial Number	Trademark Registration Number	Filed Date	Trademark Registration Date
US Trademark	USPTO	PAL PORTABLE AQUATIC LIFT (and Design)	75293935	2,215,869	5/19/1997	1/5/1999
US Trademark	USPTO	AXS	77200003	3,722,835	6/7/2007	12/8/2009
US Trademark	USPTO	Splash!	85/754,631	4405877	10/15/2012	9/24/2013
US Trademark	USPTO	LiftOperator	85/754,643	4377923	10/15/2012	7/30/2013
US Trademark	USPTO	SealedSteel	78946896	3,295,947	8/7/2006	9/18/2007
US Trademark	USPTO	Wettraction	78946902	3,295,948	8/7/2006	9/18/2007
US Trademark	USPTO	S.R. Smith	77123331	3,930,361	3/6/2007	3/15/2011
US Trademark	USPTO	S.R.Smith (and Design)	86041288	4,566,847	8/19/2013	7/15/2014
US Trademark	USPTO	Typhoon	85/754,558	4346803	10/15/2012	6/4/2013
US Trademark	USPTO	Vortex	85/754,604	4346810	10/15/2012	6/4/2013
US Trademark	USPTO	TurboTwister	85/754,572	4346804	10/15/2012	6/4/2013
US Trademark	USPTO	heliX	85/754,624	5013159	10/15/2012	8/2/2016
US Trademark	USPTO	RockSolid	85/754,648	4405878	10/15/2012	9/24/2013
US Trademark	USPTO	PoolLUX	86733407	5009468	8/21/2015	7/26/2016
US Trademark	USPTO	TREO	86320672	4824932	6/25/2014	10/6/2015
US Trademark	USPTO	SALT POOL FRIENDLY Nacl(and Design)	86413257	4784725	10/2/2014	8/4/2015
US Trademark	USPTO	BIG RIDE	87351316	5353868	2/27/2017	12/12/2017
US Trademark	USPTO	SENTRY	86752034	5228794	9/9/2015	6/20/2017
US Trademark	USPTO	SUNBATHER		78209994	2/3/2003	3/24/2004
US Trademark	USPTO	Fiberstars	73700028	1500428	12/10/1987	8/16/1988
US Trademark	USPTO	Jazz	76173712	3051268	11/28/2000	1/24/2006
US Trademark	USPTO	Britepak	74538545	1904331	6/16/1994	7/11/1995
US Trademark	USPTO	Star Glo	74546077	1905553	6/30/1994	7/18/1995
US Trademark	USPTO	Fiberstix	74534957	1978823	6/8/1994	6/4/1996
US Trademark	USPTO	Fibertwist	74426767	1898069	8/18/1993	6/6/1995
PENDING TRADEMARKS						
US Trademark	USPTO	AQUASOCKET	87612514		9/18/2017	
US Trademark	USPTO	TRUETREAD	87881144		4/17/2018	
US Trademark	USPTO	KELO	87176750		9/9/2016	
US Trademark	USPTO	SWIMWALL SYSTEM	87649292		10/17/2017	
US Trademark	USPTO	M MOD-LITE (and Horizontal design)	88/214,992		12/3/2018	
US Trademark	USPTO	M MOD-LITE (and Vertical Design)	88/214,982		12/3/2018	
US Trademark	USPTO	MOD-LITE	88/140,240		10/2/2018	
US Trademark	USPTO	MULTIWHITE	88/520,214		07/17/2019	
US Trademark	USPTO	POWERPASS	88/141,394		10/3/2018	
US Trademark	USPTO	SLIDE AWAY (and Design)	88/401,038		4/24/2019	
US Trademark	USPTO	SLIDEAWAY	88/311,028		2/21/2019	

EXHIBIT B

PATENTS AND PATENT APPLICATIONS

Patents and Patent Applications	Description	Patent Number	Filed Date	Patent Issue Date
US Patent	Pool video safety, security and intrusion surveillance and monitoring system	7,724,133	7/27/2007	5/25/2010
US Patent	Pool Measurement Tool, System and Method	7,849,606	1/17/2008	12/14/2010
US Patent	Starting Platform Wedge Assembly	7,543,415	8/17/2005	6/9/2009
US Patent	Starting Platform Wedge Anchor Assembly	8,661,767	10/10/2011	3/4/2014
US Patent	Starting Platform Wedge Anchor Assembly	8,033,077	5/15/2009	10/11/2011
US Patent	Swimming pool LED lighting system and method using proprietary frequency-shift keying over 2-wire power cord	9,100,999	1/24/2014	8/4/2015
US Patent	Lighting devices employing class-E power amplifier for inductive power and data transfer in high-moisture operating environments	9,544,964	4/29/2016	1/10/2017
US Patent	Water slide with spray fountain delivery system	9,192,866	1/27/2014	11/24/2015
US Design Patent	Diving Board	D573,681	7/27/2006	7/22/2008
US Design Patent	Diving Board	D588,671	7/27/2006	3/17/2009
US Design Patent	Swimming Pool Seating	D561,909	7/26/2006	2/12/2008
US Design Patent	Water Slide	D703,782	1/28/2013	4/29/2014
US Design Patent	Water Slide	D760,856	5/5/2015	7/5/2016
US Design Patent	Water Slide	D731,018	3/18/2014	6/2/2015
US Design Patent	Handrail	D706,448	1/17/2013	6/3/2014
US Design Patent	Handrail	D706,449	1/17/2013	6/3/2014
US Design Patent	Handrail	D706,450	1/17/2013	6/3/2014
US Design Patent	Stair Rail	D706,452	7/31/2013	6/3/2014
US Design Patent	Handrail	D706,451	7/31/2013	6/3/2014
US Design Patent	Pool Rail	D756,531	10/1/2014	5/17/16
US Design Patent	Diving Board – True Tread	D855,724	8/23/2016	8/6/2019
US Reissue Design Application	Handrail	RE47,041	6/2/2016	9/18/2018

Patents and Patent Applications	Description	Patent Number	Filed Date	Patent Issue Date
US Reissue Design Application	Handrail	RE46,894	6/9/2017	6/19/2018
US Reissue Design Application	Handrail	RE46,895	6/9/2017	6/19/2018
US Reissued Design Application	Handrail	RE47,549 E	1/23/2015	8/6/2019
US Reissued Design Application	Handrail	RE47,795	11/14/2017	1/7/2020
Pending U.S. Utility application	Diving Board with Composite Tread	Appl No. 15/725,184	10/4/2017	
Pending U.S. Utility application	Starting Platform with Integrated Backstroke Anchor Ledge	Appl No. 16/714342	12/13/2019	
Pending U.S. Utility application	LED Lighting Device Having Inductive Power Supply for Wireless Power Transfer Inside Threaded Interior Cavity of Standard Spa or Pool Wall Fitting	Appl No. 62/827,750	4/1/2019	
Pending U.S. Design application	Lounger Chair	Appl No. 29/678,532	1/29/2019	
Pending U.S. Utility application	Collapsible and Portable Water Slide for Pools	Appl No. 62/863,194	6/18/2019	
Pending U.S. Design application	Lounger Chair	Appl No. 29/720,591	1/14/2020	
Pending U.S. Design application	Rocker Chair	Appl No. 29/721,608	1/22/2020	
Pending U.S. Utility application	Powered Receptacle	Appl No. 62/931,695	11/6/2019	

Exhibit B