

08-27-2001

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 8-17-01
 SCP Distributors LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other limited liability company

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: SCP Property Co.
 Internal Address: Suite 10
 Street Address: 2325-B Renaissance Dr.
 City: Las Vegas State: NY Zip: 89119

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
75/785,756 76/181,147	2,399,845 699,250
75/521,409 75/785,757	2,367,609

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Keith M. Landry
 Internal Address: Suite 5000

 Street Address: 201 St. Charles Ave.

 City: New Orleans State: LA Zip: 70170

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$190.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Keith Landry Keith Landry 8/16/01
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

08/27/2001 AAHMD1 00000001 75785756

01 FC:481 40.00 DP
02 FC:482 150.00 DP

TRADEMARK
REEL: 002355 FRAME: 0278

ASSIGNMENT OF TRADEMARKS

WHEREAS, SCP DISTRIBUTORS LLC, a Delaware limited liability company ("Assignor"), whose business address is 109 Northpark Boulevard, 4th Floor, Covington, Louisiana 70433, has adopted, used, is using, or has a bona fide intent-to-use, and is the owner of the following registered trademarks and/or pending trademark applications (hereinafter referred to as the "Trademarks") as listed on the attached Exhibit "A";

WHEREAS, SCP PROPERTY CO., a Delaware corporation ("Assignee"), whose business address is 2325-B Renaissance Drive, Suite 10, Las Vegas, Nevada 89119, is desirous of acquiring said Trademarks;

NOW, THEREFORE, for one dollar and other good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the Assignee all right, title and interest in the United States in and to said Trademarks therefor, together with the goodwill of the business symbolized by said trademarks and the applications and/or registration thereof.

SCP DISTRIBUTORS LLC

Assignor

By: Craig K. Hubbard

Name: Craig K. Hubbard

Title: Chief Financial Officer, Secretary and Treasurer

Dated: February 12, 2001

SUBSCRIBED and SWORN to before me this 12 day of February, 2001.

[Signature]
NOTARY PUBLIC

My Commission Expires:



STEVEN CASSANOVA, Notary Public
St. Tammany Parish, Louisiana
My Commission is For Life

**EXHIBIT A
TRADEMARKS**

Trademark Name	Status	Application Number/Filing	Registration Number/Date	Renewal Date/First Date Used	Comments
Cascade	Registered	72/072,914 5/5/1959	699,250 6/14/1960	6/14/2000 3/4/1959	Publication Date 3/28/2000
Aqua Colors	Pending	75/785,756 8/26/1999			Application filed w/ USPTO on 12/14/2000
Tranquility	Pending	76/181,147 12/14/2000			Publication date 3/28/2000
Paradise Colors	Pending	75/785,757 8/26/1999			
Pool & Spa and Design	Registered	75/800,875 9/16/1999	2,399,845 10/31/2000	11/1/1995	
Pool Season	Allowed	75/521,409 7/20/1998			
Pool Season	Registered	75/544,719 8/31/1998	2367609 7/18/2000	7/18/2010 2/1/1988	

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