

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Flowmatic Systems, Inc.		01/05/2004	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Watts Flowmatic, Inc.
Street Address:	815 Chestnut Street
City:	North Andover
State/Country:	MASSACHUSETTS
Postal Code:	01845
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	78188626	PLUMBER MATE
Serial Number:	78210223	C-MAX
Registration Number:	2532887	HYDRO-SAFE
Registration Number:	2479502	FLOWMATIC
Registration Number:	2172825	FLOW-PUR
Registration Number:	2702909	FLOW-MAX
Registration Number:	2705551	WATER MART
Registration Number:	2727763	FLOWPRO
Registration Number:	2717865	RO PRO
Registration Number:	2716220	BIG BUBBA

CORRESPONDENCE DATA

Fax Number: (617)542-8906
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 617-542-5070
 Email: tmdocbos@fr.com

CH \$265.00 78188626

Correspondent Name: Debra Serota
Address Line 1: 225 Franklin Street
Address Line 4: Boston, MASSACHUSETTS 02110-2804

ATTORNEY DOCKET NUMBER:	04216-275001
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NAME OF SUBMITTER:	Rita Smolinsky
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Total Attachments: 5
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TRADEMARK ASSIGNMENT

WHEREAS, FLOWMATIC SYSTEMS, INC., a corporation organized and existing under the laws of the State of Florida, having its principal place of business at 11611 S.W. 147th Ct., Dunnellon, Florida 34432 ("Assignor"), has adopted, used and is using the trademarks, service marks and trade names set forth in Exhibit A annexed hereto and made a part hereof, including all applications or registrations therefor (the "Marks"), and is the owner of the registrations of such Marks; and

WHEREAS, WATTS FLOWMATIC, INC., a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 815 Chestnut Street, North Andover, Massachusetts 01845 ("Assignee"), is desirous of acquiring said Marks and the registrations thereof and all goodwill pertaining thereto; and

WHEREAS, the Assignor and Assignee have entered into that certain Asset Purchase Agreement dated as of November 24, 2003 (the "Purchase Agreement") pursuant to which Assignee has agreed to purchase from Assignor, and Assignor has agreed to sell to Assignee the right, title and interest in and to the Marks; and

WHEREAS, pursuant to the Purchase Agreement, Assignor conveyed to Assignee substantially all of the assets of a going business.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the parties agree as follows:

1. Assignor hereby transfers, conveys and assigns to Assignee, and Assignee hereby accepts from Assignor, all right, title, and interest in and to the Marks together with the goodwill associated with the Marks, including all federal and state trademark registrations thereof and applications therefor, as well as all common law rights thereto. Assignee shall have the sole right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to said Marks or the registrations thereof or such associated goodwill.

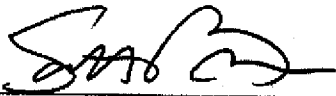
2. Assignor shall make no further use of the Marks on or in connection with any goods or services, nor shall Assignor challenge Assignee's use of the Marks after the date of this Agreement.

[END OF TEXT]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives on this 5th day of January 2004.

ASSIGNOR:

Flowmatic Systems, Inc.

By: 
Name: SCOTT BLANE
Title: PRESIDENT

ASSIGNEE:

Watts Flowmatic, Inc.

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives on this 5th day of January 2004.

ASSIGNOR:

Flowmatic Systems, Inc.

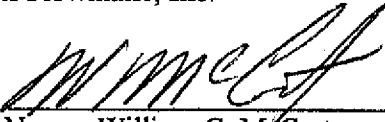
By: _____

Name:

Title:

ASSIGNEE:

Watts Flowmatic, Inc.

By:  _____

Name: William C. McCartney

Title: Chief Financial Officer

TRADEMARK

REEL: 002796 FRAME: 0313

STATE OF FLORIDA)
) SS.
COUNTY OF Marion)

On this 30 day of December, 2003 before me personally appeared Scott D. Brane, to me personally known, who, being by me duly sworn, did say that he is the President of Flowmatic Systems, Inc., a Florida corporation, and that said instrument was signed and sealed on behalf of said corporation, by all necessary authority; and said officer acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, I have hereunto attached my hand and notarial seal, at the County and State aforesaid on the day and year last above written.

Emily J. DeLorenzi
Notary Public
My Commission Expires: Feb 26, 2006



Emily J DeIorenzi
My Commission DD071113
Expires February 26, 2006

Exhibit A

MARKS

United States of America	PLUMBER MATE	Pending	IC 11	78188626		11/25/2002
United States of America	C-MAX	Pending	IC 11	78210223		02/03/2003
United States of America	HYDRO-SAFE	Registered	IC 11		2532887	01/22/2002
United States of America	FLOWMATIC	Registered	IC 11 and 35		2479502	08/21/2001
United States of America	FLOW-PUR	Registered	IC 11		2172825	07/14/1998
United States of America	FLOW-MAX	Registered	IC 11		2702909	04/01/2003
United States of America	WATER MART	Registered	IC 35		2705551	04/08/2003
United States of America	FLOWPRO	Registered	IC 9		2727763	06/17/2003
United States of America	RO PRO	Registered	IC 11		2717865	05/20/2003
United States of America	BIG BUBBA	Registered	IC 11		2716220	05/13/2003

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