

09/16/2004

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U. S. Department of Commerce
Patent and Trademark Office

Form PTO-1584
(rev 06/04)

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):
The Feel Good Company, LLC

2. Name and Address of receiving party(ies)
Additional name(s) & address(es) attached? Yes No
Name: Jacuzzi Inc.

Internal Address: Suite 1100
Street Address: 777 S. Flagler Drive
Phillips Point, West Tower
City: West Palm Beach, Florida
Country: USA Zip: 33141

Association - Citizenship _____
 General Partnership - Citizenship _____
 Limited Partnership - Citizenship _____
 Corporation - Citizenship Delaware
Other _____
Citizenship _____

if assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State
 Other limited liability company
Citizenship Colorado
Additional name(s) of conveying party(ies) attached? Yes No

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

Execution Date(s) August 19, 2004
Effective Date: August 19, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No(s).

B. Trademark Registration No(s).
2733131

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

David A. Weems, Esq.
DAVIS & GILBERT LLP
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New York, New York 10019
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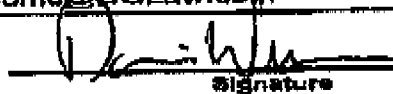
6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 1.21(h) and 3.41) \$40.00

All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 8711-134-4)

B. Payment Information
Deposit Account No. 502293
Authorized User Name: Lore Traband

Signatures.


Signature

September 16, 2004
Date

David A. Weems
Name of Person Signing

Total number of pages including cover sheet, and documents: 4

EXHIBIT A

TRADEMARK ASSIGNMENT

WHEREAS, Assignor, The Feel Good Company, LLC, a Colorado limited liability company with a mailing address at 7214 South Chase Way, Littleton, Colorado 80128, is the owner of the following trademark ("the Mark") which is currently registered in the United States Patent and Trademark Office:

| Trademark | Reg. No. | Reg. Date |
|----------------------|-----------|--------------|
| WATER THAT MOVES YOU | 2,733,131 | July 1, 2003 |

WHEREAS, Assignee wishes to acquire the Mark and all right, title and interest thereto, and Assignor wishes to assign the Mark and all right, title and interest thereto to the Assignee, whom both parties agree will be disclosed and listed below following Assignor's execution of this agreement;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

Assignment: Assignor does hereby assign unto Assignee, all right, including common law rights, title, and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and the above-referenced registration thereof, and Assignor hereby covenants and agrees that, without further consideration, it will cooperate with Assignee to execute and deliver such other documents, and to do such further acts as may be reasonably requested by Assignee to perfect and register Assignee's ownership of the Mark.

Representations as to Authority: Assignor hereto represents and warrants that it has the right and authority to execute this Agreement and that it has not sold, assigned, transferred, conveyed, licensed or otherwise disposed of the Mark, or any interest therein.

Anonymity of Assignee: Assignor agrees to the anonymity of the Assignee prior to Assignor's execution of this Agreement, and binds itself through this Agreement regardless of the identity of Assignee.

Signed at QADICOR HEALTH, INC, this 19th day of August 2004.

Assignor: THE FEEL GOOD COMPANY, LLC
By: [Signature]
Name: FRANK J. PARKER
Title: PRES / CEO

State of Colorado)
County of Douglas)

Before me, a Notary Public, personally appeared the above-named person who acknowledged that he/she did sign this document and that his/her signature is as noted above.

In witness thereof, I have hereunto affixed my name and seal as ~~Englewood~~
Colorado on this 19 day of August, 2004.

Carely J. [Signature]
Notary Public

My commission expires: May 28, 2007

Assignee: Jacuzzi Inc.

By: [Signature]
Name: Anthony Lavalle
Title: V.P. of General Counsel