

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	Security Agreement
-----------------------	--------------------

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Aqua-Chem, Inc.		02/15/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Water Tech Acquisition, Inc.
Street Address:	3001 E. Governor John Sevier Highway
City:	Knoxville
State/Country:	TENNESSEE
Postal Code:	37914
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	932238	AC
Registration Number:	766376	AQUA-CHEM
Registration Number:	1307927	AQUA-CHEM
Registration Number:	822373	SPRAY-FILM
Registration Number:	809434	WATER-MAKER
Registration Number:	1089496	AC-2
Registration Number:	1094147	AC-8

**CORRESPONDENCE DATA**

Fax Number: (866)459-2899  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 202-783-2700  
 Email: carey.lening@federalresearch.com  
 Correspondent Name: CBCInnovis dba Federal Research  
 Address Line 1: 1023 Fifteenth Street, NW, Suite 401  
 Address Line 2: attn: Carey Lening

**CH \$190.00 932238**

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER: 352365

NAME OF SUBMITTER: Carey Lening

Signature: /cni/

Date: 03/01/2006

Total Attachments: 3  
source=352365#page1.tif  
source=352365#page2.tif  
source=352365#page3.tif

**UNITED STATES TRADEMARK ASSIGNMENT**

KNOW ALL MEN BY THESE PRESENTS, that AQUA-CHEM, INC. (Assignor"), a Delaware corporation with a principal place of business at 11950 West Lake Park Dr., Milwaukee, Wisconsin 53224, owns all right, title and interest in the trademarks listed on the attached Schedule A (collectively, the "Trademarks");

Assignor hereby assigns and transfers to WATER TECH ACQUISITION, INC. ("Assignee"), a Delaware corporation with a place of business at 10 Wright Street, Suite 110, Westport, Connecticut 06880 all of Assignor's entire and undivided right, title and interest in and to the Trademarks, together with all the associated goodwill of its business symbolized thereby and all applications and registrations of the Trademarks, as well as all rights to injunctive relief, damages and profits, due or accrued, arising out of all causes of action, past, present and future, including infringement of any of the Trademarks, or other violations, or injury to the said goodwill, and the right to sue for and recover the same in Assignee's own name and the names of Assignee's successors, assigns or other legal representatives.

This instrument is executed and delivered pursuant to, and for the consideration provided in, an Asset Purchase Agreement dated as of February 15<sup>th</sup>, 2006.

IN WITNESS WHEREOF, this instrument has been signed on behalf of Assignor as of February 15<sup>th</sup>, 2006.

AQUA-CHEM, INC.

By: [Signature]

STATE OF New York )  
CITY OF New York ) SS:

I, Derek Warner, a Notary Public, do hereby certify that on this 15 day of February, 2006, personally appeared before me, Jeffrey G. Bene, who, being by me first duly sworn, declared that he/she is the Director of Finance of AQUA-CHEM, INC., a Delaware corporation, that he/she signed the foregoing document as Director of Finance of the company, and that the statements herein contained are true.

Notary Public: [Signature]  
My commission expires: 08/30/09

(SEAL) Derek Warner  
Notary Public, State of New York  
No. 0294863833  
Commission Expires: 08/30/09

WATER TECH ACQUISITION, INC.

By: [Signature]

STATE OF New York )  
CITY OF New York ) SS:


I, Derek Warner, a Notary Public, do hereby certify that on this 15 day of February, 2006, personally appeared before me, Russell Grossberg, who, being by me first duly sworn, declared that he/she is the President of WATER-TECH ACQUISITION, INC., a Delaware corporation, that he/she signed the foregoing document as President of the company, and that the statements herein contained are true.

Notary Public: [Signature]  
My commission expires: 08/30/09

(SEAL) Derek Warner  
Notary Public, State of New York  
No. 0294863833  
Commission Expires: 08/30/09

UNITED STATES TRADEMARK ASSIGNMENT

SCHEDULE A

<i>MARK</i>	<i>REGISTRATION NO./ (APPLICATION NO.)</i>	<i>REGISTRATION DATE/ (FILING DATE)</i>
	932,238	11-APR-1972
AQUA-CHEM	766,376	10-MAR-1964
AQUA-CHEM	1,307,927	4-DEC-1984
SPRAY-FILM	822,373	17-JAN-1967
WATER-MAKER	809,434	31-MAY-1966
AC-2	1,089,496	18-APR-1978
AC-8	1,094,147	27-JUN-1978