

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Scott A. Van Kley		04/28/2006	INDIVIDUAL:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Aquaria, Inc.		
<b>Street Address:</b>	463 Ohio Pike		
<b>Internal Address:</b>	c/o United Pet Group, Inc., Suite 303		
<b>City:</b>	Cincinnati		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	45355		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2721662	STEALTH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(310)282-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	dgrace@loeb.com		
<b>Correspondent Name:</b>	David W. Grace c/o Loeb & Loeb LLP		
<b>Address Line 1:</b>	10100 Santa Monica Boulevard		
<b>Address Line 2:</b>	Suite 2200		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90067-4120		
<b>ATTORNEY DOCKET NUMBER:</b>	000875-10007		
<b>NAME OF SUBMITTER:</b>	David W. Grace		
<b>Signature:</b>	/David W. Grace/		
<b>Date:</b>	05/12/2006		

**CH \$40.00 2721662**

Total Attachments: 1  
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TRADEMARK ASSIGNMENT

For and in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Scott A. Van Kley, ("Assignor"), an individual residing at <sup>1920 17th St. Hawk Valley, IA 51241 SW 4/22/06</sup> ~~1302 Cinda Court, St. Cloud, Florida 34772~~, hereby sells, assigns, and transfers to Aquaria, Inc., a California corporation ("Assignee"), c/o United Pet Group, Inc., 463 Ohio Pike, Suite 303, Cincinnati, Ohio 45355, absolutely and forever, its entire right, title, and interest, whether statutory or at common law, in and to the trademark STEALTH (the "Mark"), together with the goodwill of the business symbolized by the Mark, and all corresponding registrations and applications to register the marks, including U.S. Registration No. 2,721,662, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers and to do such other acts as may be necessary and proper to vest full title in and to the Mark and other corresponding rights in the Assignee.

IN WITNESS WHEREOF, this Assignment is effective as of the 28th day of April 2006.

Scott A. Van Kley

By: Scott A. Van Kley

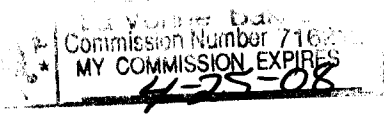
State of Iowa }

County of Sioux }

On April 28th 2006 before me, Scott A. Van Kley personally appeared and is known to me personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Lavonne Babbe (Seal)



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