

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Royal Bank of Scotland PLC	FORMERLY National Westminster Bank PLC	08/26/2008	Bank: UNKNOWN

RECEIVING PARTY DATA

Name:	Southern California Foam, Inc.
Street Address:	540 W. Lambert Road
City:	Brea
State/Country:	CALIFORNIA
Postal Code:	92621
Entity Type:	CORPORATION: CALIFORNIA

Name:	Aquaria, Inc.
Street Address:	6100 Condor Drive
City:	Moorpark
State/Country:	CALIFORNIA
Postal Code:	93021
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Serial Number:	75073369	MARS
Serial Number:	75047645	ECLIPSE
Serial Number:	74126558	REGENT
Serial Number:	74089275	BIO-WHEEL
Serial Number:	73621040	PENGUIN
Serial Number:	73621039	MAGNUM
Serial Number:	74126561	NEPTUNE
Serial Number:	75286042	LOUNGER

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Serial Number:	75397741	DOOR CATTIE
Serial Number:	74664071	PET-O-PEDIC
Serial Number:	75408961	WANGLER DANGLER
Serial Number:	75398015	CATTER UP
Serial Number:	75301848	POOCH PACK
Serial Number:	75197435	REST STOP
Serial Number:	75099952	FELINE FISHING
Serial Number:	74664069	CAT RACKET TUNNEL
Serial Number:	74664070	ACTION SCRATCHER
Serial Number:	74664067	LAZY PET

CORRESPONDENCE DATA

Fax Number: (404)853-8806
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 404-853-8036
Email: julie.murphy@sutherland.com
Correspondent Name: Sutherland Asbill & Brennan LLP
Address Line 1: 999 Peachtree Street NE
Address Line 4: Atlanta, GEORGIA 30309-3996

ATTORNEY DOCKET NUMBER:	13906-0046
NAME OF SUBMITTER:	Kar Yee Tse
Signature:	/Kar Yee Tse/
Date:	09/12/2008

Total Attachments: 4
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ABSOLUTE RELEASE OF TRADEMARK SECURITY INTERESTS

Reference is made to the following agreements recorded in the United States Patent and Trademark Office:

(i) that certain Assignment of Security Interest in United States Trademarks dated as of November 13, 1998 made by Southern California Foam, Inc. ("Southern") in favor of The Royal Bank of Scotland PLC, as successor in interest to National Westminster Bank PLC (the "Agent"), and recorded in the United States Patent and Trademark Office on December 23, 1998 at Reel/Frame No. 1831/0975;

(ii) that certain Assignment of Security Interest in United States Trademarks dated as of October 26, 1998 made by Southern in favor of the Agent and recorded in the United States Patent and Trademark Office on December 23, 1998 at Reel/Frame No. 1832/0261;

(iii) that certain Assignment of Security Interest in United States Trademarks dated as of October 26, 1998 made by Southern in favor of the Agent, and recorded in the United States Patent and Trademark Office on December 23, 1998 at Reel/Frame No. 1832/0038;

(iv) that certain Assignment of Security Interest in United States Trademarks dated as of August 13, 1998 made by Aquaria, Inc. (together with Southern, the "Owners") in favor of the Agent, and recorded in the United States Patent and Trademark Office on August 21, 1998 at Reel/Frame No. 1777/0931;

WHEREAS, at the Owners' request the Agent has agreed to release and terminate its security interests, if any, in the trademarks listed on the attached **Schedule A**;

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent does hereby release to the Owners and their successors in interest, all of Agent's right title and interest in and to the trademarks listed on Schedule A hereto, and the goodwill associated therewith, and all rights pertaining thereto, without recourse, representation or warranty of any kind.

Signature on following page

IN WITNESS WHEREOF, the Agent has caused this Release to be duly executed by its authorized officer or agent as of August 26, 2008.

THE ROYAL BANK OF SCOTLAND PLC, as
successor in interest to National Westminster Bank
PLC

By: [Signature]
Name: Todd Johnson
Title: Vice President

State of New York)
County of NY) ss

On this 26th day of August, 2008, before me, a Notary Public in and for the County and State aforesaid, personally appeared Todd Johnson, a duly authorized officer at RBS, who acknowledged the execution of the foregoing instrument as his own free and voluntary act for and on behalf of such entity and stated his execution on behalf of such entity was duly authorized and approved by all appropriate action of such entity.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal.

[Signature]
Notary Public

My commission expires: _____

[NOTARIAL SEAL]

W. SOMAIAN
Notary Public
State of New York
#015798
Sau County
November 6, 2010

SCHEDULE A

WESTMINSTER BANK PLC/NATIONAL WESTMINSTER BANK PLC

R/F 1777/0931: Security Interest, Aquaria, Inc. to National Westminster Bank PLC, Signed Aug. 13, 1998, Recorded Aug. 21, 1998				
Mark	Status	Serial No./ Filing Date	Reg. No./ Reg. Date	Owner
MARS	Registered	75073369 Mar. 15, 1996	2163136 Jun. 9, 1998	Aquaria, Inc.
ECLIPSE	Renewed	75047645 Jan. 24, 1996	2088320 Aug. 12, 1997	Aquaria, Inc.
REGENT	Renewed	74126558 Dec. 26, 1990	1675044 Feb. 11, 2002	Aquaria, Inc.
BIO-WHEEL	Renewed	74089275 Aug. 20, 1990	1673431 Jan. 28, 1992	Aquaria, Inc.
PENGUIN	Renewed	73621040 Sep. 22, 1986	1442060 Jun. 9, 1987	Aquaria, Inc.
MAGNUM	Renewed	73621039 Sep. 22, 1986	1450698 Aug. 4, 1987	Aquaria, Inc.
NEPTUNE	Renewed	74126561 Dec. 26, 1990	1675850 Feb. 18, 1992	Aquaria, Inc.

R/F 1831/0975: Security Agreement recorded 12/23/1998, Southern California Foam, Inc. to Westminster Bank, PLC, Signed 11/13/1998				
Mark	Status	Serial No./ Filing Date	Reg. No./ Reg. Date	Owner
LOUNGER	Registered	75286042 May 5, 1997	2388975 Sep. 26, 2000	United Pet Group, Inc.

R/F 1832/0261: Security Agreement recorded 12/23/98, Southern Ca Foam, Inc to National Westminster Bank PLC, Signed Oct. 26, 1998				
Mark	Status	Serial No./ Filing Date	Reg. No./ Reg. Date	Owner
DOOR CATTIE	Registered – next renewal due 11/10/08	75397741 Dec. 1, 1997	2202971 Nov. 10, 1998	United Pet Group, Inc.

PET-O-PEDIC	Registered	74664071 Apr. 21, 1995	2199160 Oct. 27, 1998	United Pet Group, Inc.
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**R/F 1832/0038: Security Agreement, Southern Ca Foam, Inc. to National Westminster Bank PLC,
Signed Oct. 26, 1998, Recorded Dec. 23, 1998,**

Mark	Status	Serial No./ Filing Date	Reg. No./ Reg. Date	Owner
WANGLER DANGLER	Registered	75408961 Dec. 22, 1997	2202992 Nov. 10, 1998	United Pet Group, Inc.
CATTER UP	Renewed	75398015 Dec. 1, 1997	2192420 Sep. 29, 1998	United Pet Group, Inc.
POOCH PACK	Registered	75301848 Jun. 2, 1997	2171266 Jul. 7, 1998	Southern California Foam, Inc. DBA Lazy Pet Products
REST STOP	Registered	75197435 Nov. 13, 1996	2512913 Nov. 27, 2001	Southern California Foam, Inc. DBA Lazy Pet Products
FELINE FISHING and Design	Registered	75099952 May 7, 1996	2177253 Jul. 28, 1998	Lazy Pet Products
CAT RACKET TUNNEL	Renewed	74664069 Apr. 21, 1995	1958944 Feb. 27, 1996	United Pet Group, Inc.
ACTION SCRATCHER	Renewed	74664070 Apr. 21, 1995	1958945 Feb. 27, 1996	United Pet Group, Inc.
LAZY PET	Renewed	74664067 Apr. 21, 1995	2013208 Nov. 5, 1996	United Pet Group, Inc.