

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FLUIDMASTER, INC.		02/27/2012	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A.
Street Address:	600 S. Anton Boulevard
Internal Address:	Suite 150
City:	Costa Mesa
State/Country:	CALIFORNIA
Postal Code:	92626
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 32

Property Type	Number	Word Mark
Serial Number:	77756862	PRO ALLIANCE
Serial Number:	85221953	EASY FIX
Serial Number:	85471431	PERFORMAX
Registration Number:	0670105	
Registration Number:	1474070	BULL'S EYE FLAPPER
Registration Number:	1505464	FLUIDMASTER
Registration Number:	1522524	NO-BURST
Registration Number:	1875175	
Registration Number:	2116143	FLUSHER FIXER
Registration Number:	2173853	ADJUST-A-FLUSH
Registration Number:	2284603	FLUIDMASTER
Registration Number:	2351946	LEAK SENTRY
Registration Number:	2366178	(400A)

CH \$815.00 77756862

Registration Number:	2631591	FLUIDMASTER
Registration Number:	2771284	SURE-FIT
Registration Number:	2771285	FLUIDMASTER
Registration Number:	2798678	FLUSH 'N' SPARKLE
Registration Number:	2903475	FLUIDMASTER
Registration Number:	2910831	
Registration Number:	2989938	BIOBALANCE
Registration Number:	3144063	FLUSH'N SPARKLE
Registration Number:	3406572	LEAK GUARD
Registration Number:	3410338	WHISPER FILL VALVE
Registration Number:	3411715	FLUIDMASTER
Registration Number:	3442717	FLUIDMASTER PRO SERIES
Registration Number:	3490185	TORQUE GUARD
Registration Number:	3493668	DURA-FLUSH
Registration Number:	3630073	FITS-ALL
Registration Number:	3680267	FLUIDMASTER · ORIGINAL PARTS · ONLY THE BEST INSIDE
Registration Number:	4057613	THE CLICK LETS YOU KNOW IT'S SEALED
Registration Number:	4057612	CLICK SEAL
Registration Number:	4067696	FLUIDMASTER

**CORRESPONDENCE DATA**

Fax Number: (714)427-7799

Phone: 714-427-7405

Email: cneu@swlaw.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Ketan S. Vakil, SNELL & WILMER L.L.P.

Address Line 1: 600 Anton Boulevard

Address Line 2: Suite 1400

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	18513-0001
NAME OF SUBMITTER:	Ketan S. Vakil
Signature:	/Ketan S. Vakil/
Date:	02/29/2012

Total Attachments: 4

source=Notice of Grant of Security Interest In TM's#page1.tif

**TRADEMARK**  
**REEL: 004726 FRAME: 0517**

source=Notice of Grant of Security Interest In TM's#page2.tif  
source=Notice of Grant of Security Interest In TM's#page3.tif  
source=Notice of Grant of Security Interest In TM's#page4.tif

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

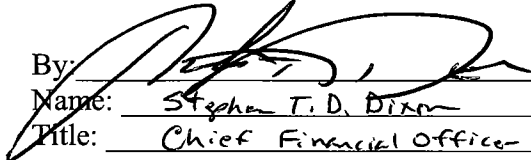
Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of February 27, 2012 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "*Agreement*") by and among the Grantors party thereto (each a "*Grantor*" and collectively, the "*Grantors*") and Bank of America, N.A., as secured party (the "*Secured Party*"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Secured Party.

The undersigned Grantor and the Secured Party hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FLUIDMASTER, INC.,  
a California corporation

By:   
Name: Stephen T. D. Dixon  
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
a national banking association

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of February 27, 2012 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "*Agreement*") by and among the Grantors party thereto (each a "*Grantor*" and collectively, the "*Grantors*") and Bank of America, N.A., as secured party (the "*Secured Party*"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Secured Party.

The undersigned Grantor and the Secured Party hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

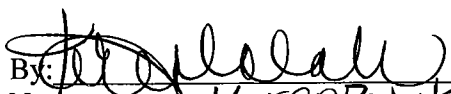
Very truly yours,

FLUIDMASTER, INC.,  
a California corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
a national banking association

By:   
Name: Karen Polak  
Title: SUP

**SCHEDULE 1**

**FLUIDMASTER, INC.**

**U. S. PENDING APPLICATIONS**

<b>##</b>	<b>MARK/CLASS</b>	<b>SERIAL NO. FILED</b>
1	PRO Alliance Class 35 - ITU	77/756,862 June 10, 2009
2	EASY FIX	85/221,953 January 20, 2011
3	PERFORMAX Class 11	85/471,431 November 14, 2011

**ISSUED TRADEMARKS**

<b>#</b>	<b>MARK/CLASS</b>	<b>REG. NO. DATED</b>
1	Heart & Arrow Design Mark Class 6	670,105 – 72/043,308 November 25, 1958
2	BULL'S EYE FLAPPER Class 11	1,474,070 – 73/658,414 January 26, 1988
3	FLUIDMASTER Classes 1 and 11	1,505,464 – 73/690,254 September 27, 1988
4	NO-BURST Class 11	1,522,524 – 73/690,164 January 31, 1989
5	Design mark Class 11	1,875,175 – 74/432,107 January 24, 1995
6	FLUSHER FIXER Class 11	2,116,143 – 75/203,059 November 25, 1997
7	ADJUST-A-FLUSH Class 11	2,173,853 – 75/215,601 July 14, 1998
8	FLUIDMASTER (Stylized) Class 6	2,284,603 – 75/394,077 October 12, 1999
9	LEAK SENTRY Class 11	2,351,946 – 75/764,111 May 23, 2000
10	(400A) Class 11	2,366,178 – 75/714,448 July 11, 2000
11	FLUIDMASTER Classes 6 and 17	2,631,591 – 76/357,264 October 8, 2002
12	SURE-FIT Class 11	2,771,284 – 76/456,675 October 7, 2003

13	FLUIDMASTER Class 19	2,771,285 – 76/456,685 October 7, 2003
14	FLUSH 'N' SPARKLE Class 3	2,798,678 – 76/362,913 December 23, 2003
15	FLUIDMASTER (Stylized) Classes 1, 11 and 17	2,903,475 – 78/326,827 November 16, 2004
16	FLUIDMASTER Design Mark Classes 1, 3, 11 and 17	2,910,831 – 78/307,685 December 14, 2004
17	BIOBALANCE Class 3	2,989,938 – 76/362,912 August 30, 2005
18	FLUSH'N SPARKLE Class 3	3,144,063 – 76/646,201 September 19, 2006
19	LEAK GUARD Class 11	3,406,572 – 78/507,109 April 1, 2008
20	WHISPER FILL VALVE Class 11	3,410,338 – 78/506,430 April 8, 2008
21	FLUIDMASTER Class 9	3,411,715 – 78/779,695 April 15, 2008
22	FLUIDMASTER PRO SERIES Classes 11 and 20	3,442,717 – 78/865,373 June 3, 2008
23	TORQUE GUARD Class 20	3,490,185 – 78/541,420 August 19, 2008
24	DURA-FLUSH Class 11	3,493,668 – 77/258,479 August 26, 2008
25	FITS-ALL Class 11	3,630,073 - 77/514,071 June 2, 2009
26	FLUIDMASTER ORIGINAL PARTS – ONLY THE BEST INSIDE & Design Class 11	3,680,267 - 77/164,504 Sept. 8, 2009
27	THE CLICK LETS YOU KNOW IT'S SEALED Class 20	4,057,613 Nov. 15, 2011
28	CLICK SEAL Class 20	4, 057,612 Nov. 15, 2011
29	FLUIDMASTER Class 35 - ITU	4,067,696 - Dec. 6, 2011 77/756,864 - June 10, 2009