

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
CorePointe Capital Finance LLC		12/04/2012	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Cerberus Business Finance, LLC
<b>Street Address:</b>	875 Third Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10022
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 27**

Property Type	Number	Word Mark
Registration Number:	0836578	AQUA MAGIC
Registration Number:	0890735	AQUA-KEM
Registration Number:	0896742	ELECTRA MAGIC
Registration Number:	1072178	SLIDE-EZ
Registration Number:	1087984	DRI-KEM
Registration Number:	1090262	PORTA POTTI
Registration Number:	1196573	AQUA ZYME
Registration Number:	1500434	CASSETTE
Registration Number:	1661379	THETFORD
Registration Number:	2572056	RV SANI-CON
Registration Number:	2791827	WALK-AWAY FLUSH
Registration Number:	2840623	BRAVURA
Registration Number:	2722202	SANI-CON
Registration Number:	2744145	BUG BUST

**TRADEMARK**

Registration Number:	3335776	ULTRAFOAM
Registration Number:	3570596	COMFORTMATE
Registration Number:	3538291	SPRAY AND SHIELD
Registration Number:	3763975	THETFORD MARINE
Registration Number:	3527469	CAMPA-CHEM
Registration Number:	3796599	BATHROOM ANYWHERE
Registration Number:	3859395	SURELOCK
Registration Number:	3386157	ECO SMART
Registration Number:	2890097	AQUA CLEAN
Registration Number:	2918279	FOG FREE
Registration Number:	3321674	EASYFIT
Registration Number:	3393438	SMARTTOTE
Registration Number:	4015936	AQUA-SOFT

**CORRESPONDENCE DATA**

Fax Number: 2125935955  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 212-756-2132  
Email: scott.kareff@srz.com  
Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP  
Address Line 1: 919 Third Avenue  
Address Line 2: 22nd Floor  
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	015061-0010
NAME OF SUBMITTER:	Scott Kareff (015061/0010)
Signature:	/kc for sk/
Date:	12/07/2012

Total Attachments: 4  
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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL

THIS ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL ("Assignment"), dated as of December 4, 2012, by CorePointe Capital Finance LLC (the "Assignor"), for the benefit of Cerberus Business Finance, LLC (the "Assignee").

RECITALS:

WHEREAS, pursuant to that certain Financing Agreement dated as of July 11, 2011 (as amended, restated supplemented or otherwise modified from time to time, including all exhibits and schedules thereto, the "Financing Agreement") among Thetford Corporation (the "Grantor"), certain of its affiliates, the lenders from time to time party thereto (the "Lenders"), and Assignor, the Lenders agreed to make term loans to the Grantor and its affiliates from time to time pursuant to the terms and conditions of the Financing Agreement;

WHEREAS, pursuant to the Financing Agreement, the Grantor was required to execute and deliver to Assignor, for the benefit of the Lenders, that certain Grant Of A Security Interest - Trademarks, dated as of July 12, 2011 (the "Trademark Security Agreement"), in favor of Assignor, which was recorded at the United States Patent and Trademark Office on July 14, 2011 at Reel/Frame No. 004582/0777; and

WHEREAS, pursuant to the Trademark Security Agreement and the Security Agreement (as defined in the Trademark Security Agreement), Grantor created a continuing security interest in favor of Assignor, for the benefit of the Secured Parties (as defined in the Security Agreement), in all of Grantor's right, title and interest in, to and under the Collateral (as defined in the Trademark Security Agreement), including without limitation the trademarks and the registrations and applications therefor set forth on Schedule I hereto (such security interest, the "Assigned Interest").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor, without recourse, representation or warranty, does hereby convey, sell, assign, transfer and set over unto Assignee all of its right, title and interest in and to the Assigned Interest.

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IN WITNESS WHEREOF, Assignor has executed this Assignment through a duly authorized officer.

COREPOINTE CAPITAL FINANCE LLC

By: 

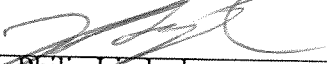
Name: Timothy D. Fording

Title: Managing Director

Acknowledged and Agreed:

CERBERUS BUSINESS FINANCE, LLC

By:

  
Name: Philip Lindenbaum  
Title: Senior Vice President

**ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK  
COLLATERAL**

**SCHEDULE I**

**TRADEMARKS**

**Thetford Corporation**

<b><u>Mark</u></b>	<b><u>Registration Number</u></b>	<b><u>Date</u></b>
AQUA MAGIC	836,578	10/10/1967
AQUA-KEM	890,735	05/12/1970
ELECTRA MAGIC	896,742	08/18/1970
SLIDE-EZ	1,072,178	08/30/1977
DRI-KEM	1,087,984	03/28/1978
PORTA POTTI	1,090,262	05/02/1978
AQUA ZYME	1,196,573	06/01/1982
CASSETTE	1,500,434	08/16/1988
THETFORD	1,661,379	10/22/1991
RV SANI-CON	2,572,056	05/21/2002
WALK-AWAY-FLUSH	2,791,827	12/09/2003
BRAVURA	2,840,623	05/11/2004
SANI-CON	2,722,202	06/03/2003
BUG BUST	2,744,145	07/29/2003
ULTRAFOAM	3,335,776	11/13/2007
COMFORTMATE	3,570,596	02/03/2009
SPRAY AND SHIELD	3,538,291	11/25/2008
THETFORD MARINE	3,763,975	03/23/2010
CAMPA-CHEM	3,527,469	11/04/2008
BATHROOM ANYWHERE	3,796,599	06/01/2010
SURELOCK	3,859,395	10/12/2010
ECO SMART	3,386,157	02/19/2008
AQUA CLEAN	2,890,097	09/28/2004
FOG FREE	2,918,279	01/11/2005
EASYFIT	3,321,674	10/23/2007
SMARTTOTE	3,393,438	03/04/2008
AQUA-SOFT	4,015,936	08/23/2011