

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM501678

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|-----------------------------------|------------------------------|---------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | RELEASE OF SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| MB Financial Bank, N.A. | | 12/07/2018 | National Banking Association: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | Fox Pool Corporation | | |
| Street Address: | 3490 Board Road | | |
| City: | York | | |
| State/Country: | PENNSYLVANIA | | |
| Postal Code: | 17406 | | |
| Entity Type: | Corporation: PENNSYLVANIA | | |
| PROPERTY NUMBERS Total: 23 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4479094 | PEN FAB | |
| Registration Number: | 4075332 | PEN FABRICATORS | |
| Registration Number: | 4075331 | CLEAN LINE | |
| Registration Number: | 4055596 | PEN FABRICATORS | |
| Registration Number: | 3486476 | FOX POOL | |
| Registration Number: | 3819943 | ULTIMATE ABOVEGROUND POOL | |
| Registration Number: | 3164333 | LEISURESCAPING | |
| Registration Number: | 2038996 | WATERFALL | |
| Registration Number: | 1755324 | X-BRACE | |
| Registration Number: | 1745820 | BUDDY SEAT | |
| Registration Number: | 1775114 | SOCIALIZER | |
| Registration Number: | 1807538 | FOXXX LOCK-IN | |
| Registration Number: | 1224266 | FOXXX LOCK-IN COVER | |
| Registration Number: | 1207844 | FOX GARD | |
| Registration Number: | 1586781 | SLIM-SWIM | |
| Registration Number: | 1470667 | SPORT POOL | |
| Registration Number: | 1259447 | COVER KEEPER | |
| Registration Number: | 1210386 | AMISH COUNTRY | |
| Registration Number: | 1155888 | SERVIPOOL | |
| TRADEMARK | | | |

CH \$590.00 4479094

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------------|
| Registration Number: | 1106118 | FOXXX |
| Registration Number: | 1106117 | FOXXX |
| Registration Number: | 1116037 | THE STRONGEST NAME IN POOLS |
| Registration Number: | 0954839 | FOXXX THE STRONGEST NAME IN POOLS |

CORRESPONDENCE DATA

Fax Number: 7172914660
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.
Phone: 717-299-5201
Email: ipdocket@barley.com
Correspondent Name: SCOTT F. LANDIS
Address Line 1: 126 EAST KING STREET
Address Line 4: Lancaster, PENNSYLVANIA 17602

| | |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 54164-10 |
| NAME OF SUBMITTER: | SCOTT F. LANDIS |
| SIGNATURE: | /scott f. landis/ |
| DATE SIGNED: | 12/12/2018 |

Total Attachments: 4

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RELEASE OF TRADEMARK AND PATENT SECURITY INTEREST

This **RELEASE OF TRADEMARK AND PATENT SECURITY INTEREST**, dated as of December 7, 2018, is made by MB Financial Bank, N.A. ("Secured Party"), in favor of FOX POOL CORPORATION, a Pennsylvania corporation (the "Grantor").

WHEREAS, pursuant to the terms and conditions of (i) that certain Grant of Security Interest in Trademarks and Patents recorded with the United States Patent and Trademark Office on (A) October 2, 2014, at Reel 5373 Frame 0667, (B) October 3, 2014, at Reel 033888 Frame 0452 and (C) October 6, 2014, at Reel 033897 Frame 0909 (the "Security Interest Grant"), made by the Grantor in favor of the Secured Party, and (ii) the Credit and Security Agreement between the Grantor and Secured Party, dated as of September 24, 2014 (as amended, modified, supplemented and/or restated from time to time, the "Credit Agreement"), whereby the Grantor pledged and assigned to Secured Party, a continuing security interest in all of the Grantor's right, title and interest in and to the following, whether now owned or hereafter acquired or arising (collectively, the "Trademark and Patent Collateral"):

(i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the "Marks") set forth on Schedule A attached hereto, (ii) the patents and patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Credit Agreement) of the Marks, (iv) all of the goodwill of the businesses with which the Marks are associated, and (v) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks and/or Patents or unfair competition regarding the same.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Secured Party hereby (i) terminates the Security Interest Grant, and (ii) releases, without any representation, recourse or undertaking by Secured Party, any and all liens on, and security interests in, the Trademark and Patent Collateral, including the Marks listed on Schedule A hereto and the Patents listed on Schedule B hereto, granted pursuant to the Security Interest Grant and/or the Credit Agreement.

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IN WITNESS WHEREOF, Secured Party has caused this Release of Patent Security Interest to be executed by its duly authorized representative as of the date first above written.

Secured Party:

MB FINANCIAL BANK, N.A.

By: 

Name: Yash Shrimali

Title: Vice President

Schedule A

FOX POOL CORPORATION TRADEMARKS

| COUNTRY | TRADEMARK | REGISTRATION # | ISSUE DATE | OWNER |
|---------|-----------------------------------|----------------|------------|----------------------|
| U.S.A. | PEN FAB | 4479094 | 2/4/2014 | FOX POOL CORPORATION |
| U.S.A. | PEN FABRICATORS | 4075332 | 12/20/2011 | FOX POOL CORPORATION |
| U.S.A. | CLEAN LINE | 4075331 | 12/20/2011 | FOX POOL CORPORATION |
| U.S.A. | PEN FABRICATORS | 4055596 | 11/15/2011 | FOX POOL CORPORATION |
| U.S.A. | FOX POOL | 3486476 | 8/12/2008 | FOX POOL CORPORATION |
| U.S.A. | ULTIMATE ABOVEGROUND POOL | 3819943 | 7/13/2010 | FOX POOL CORPORATION |
| U.S.A. | LEISURESCAPING | 3164333 | 10/31/2006 | FOX POOL CORPORATION |
| U.S.A. | WATERFALL | 2038996 | 2/18/1997 | FOX POOL CORPORATION |
| U.S.A. | X-BRACE | 1755324 | 3/2/1993 | FOX POOL CORPORATION |
| U.S.A. | BUDDY SEAT | 1745820 | 1/12/1993 | FOX POOL CORPORATION |
| U.S.A. | SOCIALIZER | 1775114 | 6/8/1993 | FOX POOL CORPORATION |
| U.S.A. | FOXXX LOCK-IN | 1807538 | 11/30/1993 | FOX POOL CORPORATION |
| U.S.A. | FOXXX LOCK-IN COVER | 1224266 | 1/18/1983 | FOX POOL CORPORATION |
| U.S.A. | FOX GARD | 1207844 | 9/14/1982 | FOX POOL CORPORATION |
| U.S.A. | SLIM-SWIM | 1586781 | 3/13/1990 | FOX POOL CORPORATION |
| U.S.A. | SPORT POOL | 1470667 | 12/29/1987 | FOX POOL CORPORATION |
| U.S.A. | COVER KEEPER | 1259447 | 11/29/1983 | FOX POOL CORPORATION |
| U.S.A. | AMISH COUNTRY | 1210386 | 9/28/1982 | FOX POOL CORPORATION |
| U.S.A. | SERVIPOOL | 1155888 | 5/26/1981 | FOX POOL CORPORATION |
| U.S.A. | FOXXX | 1106118 | 11/14/1978 | FOX POOL CORPORATION |
| U.S.A. | FOXXX | 1106117 | 11/14/1978 | FOX POOL CORPORATION |
| U.S.A. | THE STRONGEST NAME IN POOLS | 1116037 | 4/3/1979 | FOX POOL CORPORATION |
| U.S.A. | FOXXX THE STRONGEST NAME IN POOLS | 0954839 | 3/13/1973 | FOX POOL CORPORATION |

TRADEMARK

REEL: 006498 FRAME: 0766

FOX POOL CORPORATION
PATENTS

Schedule B

| COUNTRY | PATENTS | PATENT # | ISSUE DATE | OWNER |
|---------|--|-----------|------------|----------------------|
| U.S.A. | SWIMMING POOL WITH BENCH SEATING MODULE | 7,971,286 | 7/5/2011 | FOX POOL CORPORATION |
| U.S.A. | SWIMMING POOL/SPA INTEGRATED STRUCTURE | 5,727,264 | 3/17/1998 | FOX POOL CORPORATION |
| U.S.A. | ADD-ON SEAT MODULE FOR SWIMMING POOL | 5,333,322 | 8/2/1994 | FOX POOL CORPORATION |
| U.S.A. | COMBINATION SWIMMING POOL WITH WALL SEAT MODULE | 5,228,148 | 7/20/1993 | FOX POOL CORPORATION |
| U.S.A. | MULTIPLE ACCESSORY SWIMMING POOL COPING | 5,107,551 | 4/28/1992 | FOX POOL CORPORATION |
| U.S.A. | SWIMMING POOL WITH IMPROVED WALL STRENGTHENING MEANS | 4,797,957 | 1/17/1989 | FOX POOL CORPORATION |
| U.S.A. | PLASTIC SHEET MATERIAL FOR A POOL LINER | D293,039 | 12/1/1987 | FOX POOL CORPORATION |
| U.S.A. | SWIMMING POOL COPING | 4,457,119 | 7/3/1984 | FOX POOL CORPORATION |
| U.S.A. | SWIMMING POOL COVER OR DOME BEAD CONSTRUCTION | 4,429,425 | 2/7/1984 | FOX POOL CORPORATION |
| U.S.A. | GROUND WATER LEVEL CONTROL SYSTEM | 4,227,266 | 10/14/1980 | FOX POOL CORPORATION |
| U.S.A. | FLOATING THERAPY POOL | 4,126,905 | 11/28/1978 | FOX POOL CORPORATION |
| U.S.A. | SWIMMING POOL MODULAR CONSTRUCTION | 4,047,340 | 9/13/1977 | FOX POOL CORPORATION |
| U.S.A. | SWIMMING POOL MODULAR CONSTRUCTION | 3,975,874 | 8/24/1976 | FOX POOL CORPORATION |
| USA | POOL SAFETY COVER | 8,359,681 | 1/29/13 | FOX POOL CORPORATION |
| USA | MULTI-PURPOSE BEADING FOR SWIMMING POOL LINERS | 8,959,673 | 2/24/2015 | FOX POOL CORPORATION |

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