

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

05-15-1998



100710569

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK



5-4-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger
  - Change of Name
  - Other
- Effective Date  
Month Day Year  
 03  31  98

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name  Apogee, Inc.

03  31  98

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization  Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name  Twin Ponds III, Inc.

DBA/AKA/TA

Composed of

Address (line 1)  103 Foulk Road, Suite 200

Address (line 2)

Address (line 3)  Wilmington

Delaware

19803

City

State/Country

Zip Code

- Individual  General Partnership  Limited Partnership
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization  Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

05/15/1998 TTON11 00000002 1892429

FOR OFFICE USE ONLY

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40.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**Domestic Representative Name and Address** Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address** Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**  Mark if additional numbers attached  
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,892,429"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)  
Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing Signature Date Signed

ASSIGNMENT OF TRADEMARK

WHEREAS, APOGEE, INC., a Delaware corporation ("Assignor"), whose address is 1018 West Ninth Avenue, King of Prussia, Pennsylvania 19406, is the owner of the trademark set forth on attached Schedule A (the "Trademark") which was registered in the United States Patent and Trademark Office as set forth on Schedule A (the "Registration");

WHEREAS, Assignor has the right to dispose of the Trademark and the Registration;

WHEREAS, Assignor has the power to make the assignment herein set forth; and

WHEREAS, TWIN PONDS III, INC., a Delaware corporation, whose address is 103 Foulk Road, Suite 200, Wilmington, Delaware 19803, is desirous of acquiring the Trademark and the Registration.

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, by these presents, does sell, assign and transfer unto Assignee, its successors and assigns forever, its entire right, title and interest in, to and under the Trademark and the Registration, including without limitation, all goodwill associated with the Trademark and Registration, licenses in respect of the Trademark and Registration, applications relating to the Trademark and Registration and claims for past and present infringement of or interference with the Trademark and Registration.

Executed as of the 31<sup>st</sup> day of March, 1998 at King of Prussia, Pennsylvania.

APOGEE, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Exhibit A

A. Trademark Being Assigned

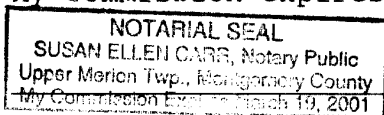
<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
COMPASS	1,892,429	November 17, 1997

State of PENNSYLVANIA )  
County of MONTGOMERY ) ss.:

On this 31<sup>st</sup> day of MARCH, 1998, before me appeared  
LAWRENCE DAVIES, the person who signed this instrument, who  
acknowledged that he signed it as PRESIDENT of APOGEE, INC., on  
behalf of and pursuant to the authority granted him by the Board  
of Directors of said corporation.

Susan Ellen Carr

My commission expires:



251995  
1701-880

ASSIGNMENT OF TRADEMARK

WHEREAS, APOGEE, INC., a Delaware corporation ("Assignor"), whose address is 1018 West Ninth Avenue, King of Prussia, Pennsylvania 19406, is the owner of the trademark set forth on attached Schedule A (the "Trademark") which was registered in the United States Patent and Trademark Office as set forth on Schedule A (the "Registration");

WHEREAS, Assignor has the right to dispose of the Trademark and the Registration;

WHEREAS, Assignor has the power to make the assignment herein set forth; and

WHEREAS, TWIN PONDS III, INC., a Delaware corporation, whose address is 103 Foulk Road, Suite 200, Wilmington, Delaware 19803, is desirous of acquiring the Trademark and the Registration.

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, by these presents, does sell, assign and transfer unto Assignee, its successors and assigns forever, its entire right, title and interest in, to and under the Trademark and the Registration, including without limitation, all goodwill associated with the Trademark and Registration, licenses in respect of the Trademark and Registration, applications relating to the Trademark and Registration and claims for past and present infringement of or interference with the Trademark and Registration.

Executed as of the 31<sup>st</sup> day of March, 1998 at King of Prussia, Pennsylvania.

APOGEE, INC.

By: \_\_\_\_\_

Name:

Title:

Exhibit A

A. Trademark Being Assigned

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
COMPASS	1,892,429	November 17, 1997

State of PENNSYLVANIA )  
County of MONTGOMERY ) ss.:

On this 31<sup>st</sup> day of MARCH, 1998, before me appeared LAWRENCE DAVIES, the person who signed this instrument, who acknowledged that he signed it as PRESIDENT of APOGEE, INC., on behalf of and pursuant to the authority granted him by the Board of Directors of said corporation.

Susan Ellen Carr

My commission expires:

NOTARIAL SEAL  
SUSAN ELLEN CARR, Notary Public  
Upper Merion Twp., Montgomery County  
My Commission Expires March 19, 2001

251995  
1701-880