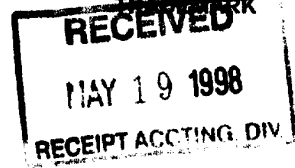


05-21-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



5.19.98

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 Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

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

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05/21/1998 JSHABAZZ 00000058 75231334

01 FC:481 40.00 OP

02 FC:482 25.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box 5, 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

(216) 479-8342

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" value="75/231334"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/231775"/>	<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.

GLENN R. WILSON



5/18/98

Name of Person Signing

Signature

Date Signed

UNITED STATES
TRADEMARKS ASSIGNMENT

WHEREAS, **INEGRESS, INC.** (the "Assignor"), an Ohio corporation, having its offices at 830 Canterbury Road, Westlake, Ohio 44145, has adopted, used and is using in commerce, and is the sole owner of the trademarks, respective registrations and applications thereof (listed on Schedule A hereto and collectively referred to herein as the "Trademarks") in the United States Patent and Trademark Office, and the goodwill of the business symbolized by the said Trademarks; and

WHEREAS, **LEVEL ENERGY GROUP, INC.** (the "Assignee"), an Ohio corporation, having its offices at 830 Canterbury Road, Westlake, Ohio 44145, has acquired the entire right, title and interest in and to the Trademarks;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby assign unto the Assignee, its successors and assigns, all title and interest in and to the Trademarks, including, without limitation, all common law and statutory rights pertaining thereto and together with the goodwill of the business symbolized by the Trademarks.


WHEREAS, Assignor authorizes and requests the United States Commissioner of Patents and Trademarks to issue all trademark registrations and renewals which may issue with respect to the Trademarks to Assignee, its successors and assigns, in accordance with this Trademark Assignment.

WHEREAS, Assignor binds itself, its successors and assigns, to execute to Assignee, its successors and assigns, any further documents or instruments and do any and all further acts that may be necessary to vest in Assignee, its successors or assigns, the title herein conveyed, or

intended so to be, and to enable such title to be recorded in the United States Patent and Trademark Office.

IN WITNESS WHEREOF, INEGRESS, INC. has caused this its duly authorized officer to execute this Assignment in its name as of the 30th day of April, 1998.

INEGRESS, INC.

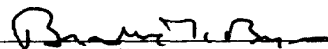
By: 

Its: Secretary

ACKNOWLEDGMENT

STATE OF OHIO)
) ss.
CUYAHOGA COUNTY)

This instrument was acknowledged before me this 30th day of April 1998 by Na Yeha H. Brant of INEGRESS, INC., an Ohio corporation, on behalf of said corporation.


Notary Public

**BRADRIC T. BRYAN, Attorney at Law
Notary Public - State of Ohio
My Commission has No Expiration Date
Section 147.03 R.C.**

SCHEDULE A

TRADEMARK REGISTRATIONS AND APPLICATIONS

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>APP. NO.</u>	<u>APP. DATE</u>
LEVEL ELECTRIC			75/231334	January 27, 1997
LEVEL POWER			75/231775	January 27, 1997