

06-17-1998

ER SHEET NLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office



Tab settings

To the Honorable Commission.

100740689

the attached original documents or copy thereof.

1. Name of conveying party(ies):

PRUTECH RESEARCH & DEVELOPMENT PARTNERSHIP II

- Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date:

2. Name and address of receiving party(ies)

Name: NANOMETRICS INCORPORATED
Internal Address: CORPORATE ATTORNEY, BRIAN FLYNN
Street Address: 310 DE GUIGNE DRIVE
City: SUNNYVALE State: CA ZIP: 94086

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State California
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No N/A

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

1,678,055

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: BRIAN FLYNN

Internal Address: CORPORATE ATTORNEY
NANOMETRICS INC.

Street Address: 310 DE GUIGNE DRIVE

City: SUNNYVALE State: CA ZIP: 94086

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

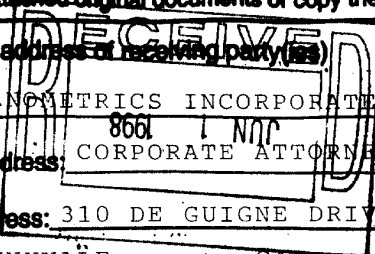
BRIAN FLYNN
Name of Person Signing

Brian Flynn
Signature

5/2/98

Date

Total number of pages including cover sheet, attachments, and document: 4



1678055 ORIGINAL 06/17/98 01 FC:81

**ASSIGNMENT OF TRADEMARK**

WHEREAS, PRUTECH RESEARCH AND DEVELOPMENT PARTNERSHIP II, a limited partnership organized under the laws of the State of California (the "Assignor"), owns the trademark listed on Schedule A attached hereto (the "Trademark") in connection with the development of semiconductor wafer measurement systems and is the owner of all right, title and interest in and to the Trademark; and


WHEREAS, NANOMETRICS INCORPORATED, a corporation organized under the laws of the State of California (the "Assignee"), desires to acquire all right, title and interest in and to the Trademark;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant, transfer and otherwise convey to Assignee, all of Assignor's right, title and interest in and to the Trademark, including all of its common law rights therein, applications to register and registrations therefor.

**"Assignor"**

**PRUTECH RESEARCH AND DEVELOPMENT  
PARTNERSHIP II**

By: R&D FUNDING CORP.  
its General Partner

By:   
Name: Brian J. Martin  
Title: President

**"Assignee"**

**NANOMETRICS INCORPORATED**

By:   
Name: JOHN HEATON  
Title: President & Chief Executive Officer

SCHEDULE A

TRADEMARK

1. All right title and interest in and to any trademarks or service marks relating to Metra, including, without limitation, the trademark "METRA," Federal Registration No. 1,678,055, registered March 3, 1992.

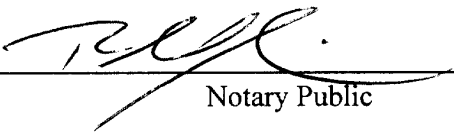
\\ODM\PCDOCS\SQL2\528582\1

TRADEMARK  
REEL: 1740 FRAME: 0866

STATE OF NEW YORK    )  
                                          )  
COUNTY OF New York    )    ss.

The foregoing Assignment of Trademark was executed and acknowledged before me this 1<sup>st</sup> day of April, 1998, by Brian Martin, personally known to me, proved to me on the basis of satisfactory evidence to be an authorized officer of R & D Funding Corp., the general partner of PruTech Research and Development Partnership II, a limited partnership, and that by his signature on the instrument, the entity upon behalf of which the person acted executed the instrument.

RONALD SIMACORE  
Notary Public, State of New York  
No. 01SI5051495  
Qualified in Nassau County  
Commission Expires Nov. 6, 1999

  
\_\_\_\_\_  
Notary Public

(SEAL)

My commission expires: November 6, 1999