

RE

08-11-1998

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of

100789673

attached original documents or copy thereof.

1. Name of conveying party(ies):

ACL, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: July 17, 1998

2. Name and address of receiving party(ies)

Name: ATS Ohio, Inc.

Internal Address: South Plainfield, New Jersey

Street Address: 50 Cragwood Road

City: South Plainfield State: NJ ZIP: 07080

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: N/A Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,552,260
1,555,087

Additional numbers attached? Yes No

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

Jonathan W. Cole, Esq.

Name: _____

Internal Address: New York, NY

Street Address: Thelen Reid & Priest LLP

40 West 57th Street

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 18-0805 - To be charged in the event of any deficiency in the fee presented herewith

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

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DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
25.00 OP

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.

Jonathan W. Cole

Name of Person Signing

Signature

8/15/98

Date

TRADEMARK

Total number of pages including cover sheet, attachments, and document: 2

MRL 8-1-98

ASSIGNMENT OF TRADEMARK, made as of July 17th, 1998, by
ACL, Inc. , a New York corporation ("ACL").

WHEREAS, ATS Ohio, Inc., a Delaware corporation ("ATS"),
Atlantic Technical Services, Inc., a New Jersey corporation
("Atlantic Technical Services"), and ACL entered into a Asset
Purchase Agreement, dated as of August 11, 1995 (the "Asset
Purchase Agreement"), pursuant to which, among other things,
Atlantic Technical Services and ACL sold, transferred and
conveyed to ATS certain assets of Atlantic Technical Services,
including the following trademarks (the "Trademarks"):

Mark: Atlantic Technical Services
Registration No.: 1,552,260
Registration Date: August 15, 1989

Mark: ATS
Registration No.: 1,555,087
Registration Date: September 5, 1989;

WHEREAS. ATS desires to have each of the Trademarks,
all good will attached thereto and title to the Certificate of
Registration transferred to ATS as provided in the Asset Purchase
Agreement.


NOW, THEREFORE, be it known that for the consideration
tendered to and accepted by ACL pursuant to the Asset Purchase
Agreement and other valuable consideration, the receipt of which
is hereby acknowledged, ACL has sold, assigned, transferred and
set over, and by these presents does hereby sell, assign,
transfer and set over its entire right, title and interest in and
to each of said Trademarks and the Registration thereof, together
with the goodwill of the business symbolized by each such
Trademark, and all rights to take action against, and to collect
and keep all judgments for, infringement of said Trademarks for
all past, present and future infringement of each such Trademark.
ACL shall execute and deliver all documents as may be required to
effectuate recording or registration of the trademark rights in
the name of ATS or its designees in any jurisdiction.

ACL, INC.

By: _____

Name:

Title:


IAN WHELAN
C. F. O.

07/02/98/JWC/42938/025/ASSIGN/288398.1

TRADEMARK
REEL: 1765 FRAME: 0826

State of Alabama
County of Mobile

BEFORE ME, the undersigned authority, on this day personally appeared Jan Wilson, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as his free and voluntary act and for the purposes and consideration therein expressed and in the capacity therein stated, and as the act and deed of said ACL, Inc.

July GIVEN under my hand and seal of office this 17th day of
. 1998.

Yvette J. Hanley
NOTARY PUBLIC

07/02/98/JWC/42933/025/ASSIGN/288398.1

RECORDED: 08/05/1998

TRADEMARK
REEL: 1765 FRAME: 0827