

08-21-1998



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*ADMITTED IN MA ONLY
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LAW OFFICES

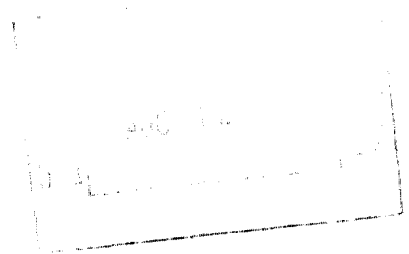
SALTER & MICHAELSON

PATENTS, TRADEMARKS & COPYRIGHTS

THE HERITAGE BUILDING

321 SOUTH MAIN STREET

PROVIDENCE, RHODE ISLAND 02903-7128



TELEPHONE: (401) 421-3141
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8.14.98

**Trademark Assignment
Transmittal Form**

August 11, 1998

BOX ASSIGNMENT

Commissioner of Patents and Trademarks
Washington DC 20231
Attention: Assignment Branch

1. Name and address of conveying party(ies): (ASSIGNOR)

Jan-Pro Cleaning Systems, Inc. (a Rhode Island corporation)
210 Lonsdale Avenue, Pawtucket, RI 02860

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

2. Name and address of receiving party(ies): (ASSIGNEE)

Jan-Pro Franchising International, Inc. (a Massachusetts corporation)
Tower Square, 500 East Washington Street, North Attleboro, MA 02760

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Execution date: August 3, 1998

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Assignment Transmittal Form

Assignee: Jan-Pro Franchising International, Inc.

Reg. No.: 1,791,912

Page 2 of 3

4. Registration or application number(s):

A. Trademark Registration No.(s):

Reg. #1,791,912 Dated: 09/07/1993 Mark: JAN-PRO

B. Trademark Application No.(s):

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

SALTER & MICHAELSON
321 South Main Street
Providence RI 02903

Tel: 401/421-3141

Fax: 401/861-1953

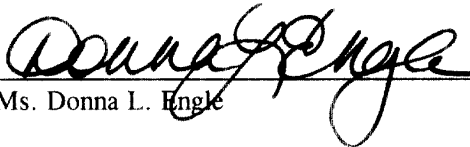
6. Total number of registration(s) and application(s) involved: 1

7. Total fee (37 CFR 3.41) in the amount of \$ 40.00

is enclosed

PTO is authorized to charge any uncalculated fees or credit any overpayment to Deposit Account No. 19-0120

8. 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.


Ms. Donna L. Engle

Dated: August 11, 1998

Total number of pages: 3

RECEIVED
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SAFTER & MICHAELSON

ASSIGNMENT

Nunc Pro Tunc

WHEREAS, **Jan-Pro Cleaning Systems, Inc.**, a Rhode Island corporation, located and doing business at 210 Lonsdale Avenue, Pawtucket, RI 02860 (hereinafter ASSIGNOR), is the sole and exclusive owner of the below-listed service mark which is registered in the United States Patent and Trademark Office (hereinafter the MARK):

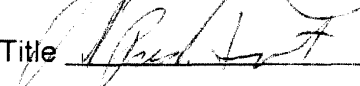
| <u>Reg. No.</u> | <u>Dated</u> | <u>Mark</u> |
|-----------------|--------------|-------------|
| 1,791,912 | 09/07/1993 | JAN-PRO |

WHEREAS, **Jan-Pro Franchising International, Inc.**, a Massachusetts corporation, located and doing business at Tower Square, 500 East Washington Street, North Attleboro, MA 02760 (hereinafter ASSIGNEE), is desirous of acquiring the MARK and the registration therefor;

NOW, THEREFORE, in consideration of One Dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does sell, assign, transfer and set over as of October 7, 1996 unto ASSIGNEE the entire right, title and interest in, to and under the MARK and the registration therefor, together with the good will of the business in connection with which the MARK is used.

JAN-PRO CLEANING SYSTEMS, INC.

By 

Title 

Dated: 8/3/98