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attached original documents or copy thereof.

To the Honorable Commissioner of Patents

1998 SEP 24 AM 11:31

1. Name of conveying party(ies):

Advantage Systems, Inc.

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

Name: Chem-Aqua, Inc.
OPR/FINANCE

Internal Address:

Street Address: 2727 Chemsearch Blvd.

City: Irving State: TX ZIP: 75062

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

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

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

3. Nature of conveyance:

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

Execution Date: September 22, 1998

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

A. Trademark Application No.(s)

75/276,747

B. Trademark registration No.(s)

2,079,629
734,758
1,788,511

Additional numbers attached? Yes No

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

Name: Ruth A. Jasso, Attorney at Law

Internal Address:

Street Address: 2727 Chemsearch Blvd.

City: Irving State: TX ZIP: 75062

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41): \$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

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01 FC:481 40.00 OP
02 FC:482 75.00 OP

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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.

Ruth A. Jasso
Name of Person Signing

Ruth A. Jasso
Signature
Attorney at Law

September 22, 1998
Date

Total number of pages comprising cover sheet: 1

TRADEMARK

TRADEMARK ASSIGNMENT


WHEREAS, Advantage Systems, Inc., a Texas corporation, is the owner of certain trademarks, and registrations or applications for registrations therefor, as more particularly described on Schedule A attached hereto (collectively, the "Marks"), as well as the goodwill appurtenant to such Marks; and

WHEREAS, Chem-Aqua, Inc., a Texas corporation, with offices at 2727 Chemsearch Boulevard, Irving, Texas 75062, is desirous of acquiring said Marks and would like to employ the Marks in its commercial efforts; and

WHEREAS, Advantage Systems, Inc. desires to transfer and Chem-Aqua, Inc. desires to acquire all rights to the Marks and the applications and Registrations thereof.

NOW THEREFORE, for One Dollar and Other Good and Valuable Consideration, the receipt and adequacy of which is hereby acknowledged, Advantage Systems, Inc. does hereby assign unto Chem-Aqua, Inc. all right, title and interest in and to the Marks, together with the good will of the business symbolized by said Marks, and all of the common law rights to such Marks and the applications and Registrations thereof.

WITNESS MY HAND and seal of the Company ratifying this Agreement on the 22nd day of September, 1998.

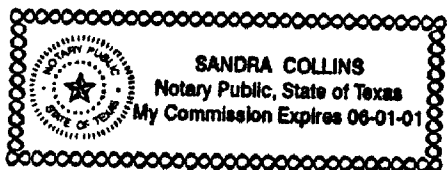


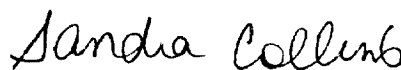
Joseph H. Cleveland
Secretary
ADVANTAGE SYSTEMS, INC.

STATE OF TEXAS)
)
COUNTY OF DALLAS)

BEFORE ME, the undersigned Notary Public, personally appeared Joseph H. Cleveland, known to me to be the Secretary of Advantage Systems, Inc., whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of Advantage Systems, Inc. and that he has executed same for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 22nd day of September, 1998.





Notary Public
in and for Dallas County, Texas

SCHEDULE A

1. Trademarks registered or pending with the United States Patent and Trademark Office:

Trademark	Registration No.	Registration Date
AQUACAST	2,079,629	July 15, 1997
CHEM-AQUA	734,758	July 24, 1962
WE TREAT YOUR WATER RIGHT	1,788,511	August 17, 1993

2. Unregistered marks:

Trademark	Serial No.	Filing Date
CHEM-AQUA & Design	75/276,747	April 18, 1997