

11-27-1998
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11-20-98

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
09/23/98

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
09/23/98

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 Association

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1819 FRAME: 0520

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

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1840438"/>	<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"/>	<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.

G. TODD NORVELL

11-16-98

Name of Person Signing

Signature

Date Signed

BILL OF SALE AND ASSIGNMENT

BILL OF SALE AND ASSIGNMENT dated September 23, 1998, executed by BYERS INDUSTRIES, INC. ("Seller"), in favor of LABCARE, Inc. ("Purchaser").

RECITALS

A. Seller has heretofore operated a business engaged in the manufacture of wastewater treatment systems for use in connection with the operation of photographic laboratories (the "Business") as a separate division under the name "PACEX."

B. Seller and Purchaser have agreed that Seller will sell and assign to Purchaser and Purchaser will accept and buy from Seller the assets of the Business.

C. To effectively convey the assets of the Business to Purchaser, Seller has agreed to execute and deliver this Bill of Sale and Assignment.

NOW THEREFORE, Seller hereby sells and assigns to Purchaser the assets of the Business consisting of the "PACEX" trademark, goodwill, and all inventories of component parts for the manufacture of wastewater treatment systems.

Seller warrants that it has good title to all assets being conveyed hereunder and that such assets are being conveyed to Purchaser free and clear of all liens, claims, and encumbrances whatsoever.

In the event that a creditor of Seller makes claim against the assets being conveyed to Purchaser hereunder, Purchaser shall promptly give notice of the claim to Seller. In the event that Seller does not satisfy such claim or contest it by appropriate proceedings and Purchaser becomes obligated to make payments to the claimant, the amount of such payments may be offset by Purchaser against any payments thereafter due by Purchaser to Seller.

Purchaser has inspected the assets being conveyed hereunder to Purchaser's satisfaction and Seller does not give and hereby disclaims any and all warranties regarding the condition of such assets **INCLUDING IMPLIED WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE** and Purchaser accepts all such assets "AS IS."

IN WITNESS WHEREOF, Seller has executed this instrument as of the date first above written.

BYERS INDUSTRIES, INC.

By


President

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TOTAL P.02

RECORDED: 11/20/1998

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