

01-04-1999



TRADEMARKS ONLY

IN THE UNI

100935020

DEPARTMENT AND TRADEMARK OFFICE

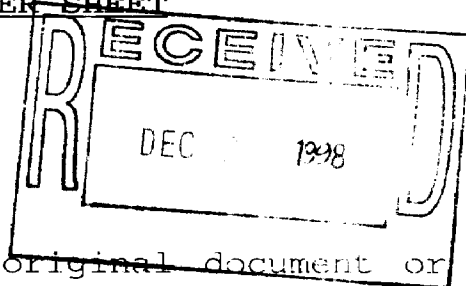
IN THE REGISTRATION OF : Science Management Corporation
 FOR THE MARK : WOFAC (+ 12 others)
 REG NO. : 748,205 (+ 12 others)
 REG. DATE : April 16, 1963 (+ 12 others)
 ATTORNEY DOCKET NO. : SMC 0 032 (V)

MED
12/28/98

Cleveland, Ohio 44114-2518
December 22, 1998

RECORDATION FORM COVER SHEET

Commissioner of Patents
and Trademarks
Washington, DC 20231



Dear Sir:

Please record the attached original document or copy thereof.

1. Name of conveying Party(ies):

Science Management Corporation

Entity:

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

2. Name and Address of receiving Party(ies):

Name: Science Management Company L.L.C.

Internal Address: _____

Street Address: 721 Route 202-206

00000018 1728802
 40.00 OP
 300.00 OP
 01 FU:481
 02 FU:482

City: Bridgewater

State: New Jersey ZIP: 08807

Entity:

Individual(s) citizenship Association
 General Partnership Limited Partnership
 Corporation-State _____
 Other Limited Liability Company of the State of Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designation must be a separate document from Assignment.)

3. Nature of Conveyance:

Assignment Change of Name
 Security Agreement Merger

Other _____

Execution Date: October 22, 1998

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

Additional sheet attached? Yes No

A. Trademark Appl. No.(s) B. Trademark Reg. No.(s)
_____ 748,205 (+ 12 others)

Additional numbers attached? Yes No

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

Name: Albert P. Sharpe, III

Firm: Fay, Sharpe, Beall,

Fagan, Minnich & McKee

Address: 1100 Superior Avenue

Seventh Floor

City: Cleveland

State: Ohio ZIP: 44114-2518

6. Total number of applications and registrations involved: 13

7. Total fee (37 C.F.R. 3.41): \$ 340.00

Enclosed

Authorized to be charge to deposit account

8. Deposit Account Number (attach duplicate copy of this form if paying by Deposit Account): _____

DO NOT USE THIS SPACE

9. Statement and signature.

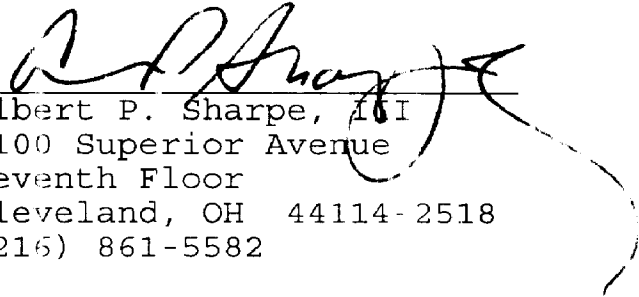
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Respectfully submitted,

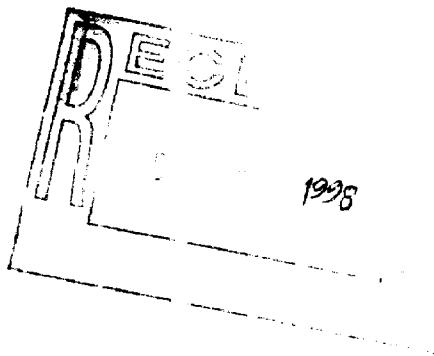
FAY, SHARPE, BEALL,
FAGAN, MINNICH & MCKEE

12-22-98

Date


Albert P. Sharpe, III
1100 Superior Avenue
Seventh Floor
Cleveland, OH 44114-2518
(216) 861-5582

Total number of pages including cover sheet, attachments, and document: 14



(a) continued:

<u>MARK</u>	<u>REG. NO. or SERIAL NO.</u>	<u>REG. or FILING DATE</u>
VeFAC	827,328	04/11/67
SMC	893,015	06/16/70
SMC (Plain Block Type)	1,354,604	08/13/85
SMC	1,714,264	09/08/92
READY WORK-FACTOR	896,627	08/11/70
WORK-FACTOR	950,044	01/02/73
MENTO-FACTOR	940,657	08/08/72
BRIEF WORK-FACTOR	1,235,225	04/19/83
QUICK WORK-FACTOR	1,144,992	12/30/80
SMC (GEOMETRIC SHAPE)	1,294,187	09/11/84
SMC (GEOMETRIC SHAPE)	1,337,092	05/21/85
SMC (GEOMETRICAL SHAPE)	1,720,802	09/29/92

SCHEDULE A

ISSUED U.S. & FOREIGN TRADEMARKS

Mark	Docket No.	Registration No.	Reg. Date
WOFAC	U.S.	748,205	04/16/1963
VeFAC	U.S.	827,328	04/11/1967
SMC	U.S.	893,015	06/16/1970
SMC (PLAIN BLOCK TYPE)	U.S.	1,354,604	08/13/1985
SMC	U.S.	1,714,264	09/08/1992
READY WORK-FACTOR	U.S.	896,627	08/11/1970
WORK-FACTOR	U.S.	950,044	01/02/1973
MENTO-FACTOR	U.S.	940,657	08/08/1972
BRIEF WORK-FACTOR	U.S.	1,235,225	04/19/1983
QUICK WORK-FACTOR	U.S.	1,144,992	12/30/1980
SMC (GEOMETRIC SHAPE)	U.S.	1,294,187	09/11/1984
SMC (GEOMETRIC SHAPE)	U.S.	1,337,092	05/21/1985
SMC (GEOMETRICAL SHAPE)	U.S.	1,720,802	09/29/1992
WORK-FACTOR	Argentina	1,430,771	03/31/93
WORK-FACTOR	Argentina	1,648,678	01/02/1987

ISSUED U.S. & FOREIGN TRADEMARKS

Mark	Docket No.	Registration No.	Reg. Date
WORK-FACTOR	Argentina	1,366,130	11/30/1989
WORK-FACTOR	Austria	62,727	09/19/1968
WORK-FACTOR (PLAIN BLOCK)	Benelux	65,385	04/22/1983
WORK FACTOR	Canada	126,860	06/15/1962
WORK-FACTOR	Chile	345,760	08/02/1989
WORK-FACTOR	Denmark	3055.1967	10/20/1967
WORK-FACTOR	France	1,461,639	04/22/1988
WORK-FACTOR	United Kingdom	B936,305	01/10/1969
WORK-FACTOR	Germany	878,129	02/17/1971
WORK-FACTOR	Germany	991,892	04/02/1989
WORK-FACTOR	Italy	567,111	02/10/1969
WORK-FACTOR	Japan	2292574	12/26/90
WORK-FACTOR	Sweden	128,814	10/17/1969
WORK-FACTOR	Switzerland	364,963	07/15/1988
WORK-FACTOR & DESIGN	Yugoslavia	18,471	10/22/1969

ISSUED U.S. & FOREIGN TRADEMARKS

Mark	Docket No.	Registration No.	Reg. Date
WORK-FACTOR	Yugoslavia	18,480	10/22/1969
WOFAC	Canada	163,425	06/13/1969
WOFAC	United Kingdom	842038	11/22/1962
WOFAC	Germany	991893	04/02/1979
WOFAC	Switzerland	332,622	12/24/1983
SMC	Benelux	311,348	06/29/1972
SMC	Canada	211,990	02/13/1976
SMC	France	92434734	09/22/1992
SMC & DESIGN	Germany	992,042	04/02/1979
SMC	Italy	521,887	02/05/1990
SMC	Mexico	571,614	02/27/1998
MENTO-FACTOR	Austria	71,459	04/10/1972
MENTO-FACTOR	Benelux	110,250	12/31/1971
MENTO-FACTOR	Denmark	3318.1971	12/10/1981
MENTO-FACTOR	France	1.622,722	10/23/1990

ISSUED U.S. & FOREIGN TRADEMARKS

Mark	Docket No.	Registration No.	Reg. Date
MENTO-FACTOR	United Kingdom	967749	11/17/1970
MENTO-FACTOR	Italy	612,323	04/23/1971
MENTO-FACTOR	Switzerland	387,084	12/21/1990
WOCOM	Canada	209,635	09/26/1975
WOCOM	France	1,205,516	06/02/1982
WOCOM	United Kingdom	988632	03/09/1972
WOCOM	United Kingdom	995,037	07/12/1972
WOCOM	Germany	994,877	04/02/1979
WOCOM	Italy	349,283	03/28/1985
WOCOM	Sweden	157,488	11/26/1976
SMI	Benelux	314,921	11/29/1972
SMI	France	1,218,490	11/10/1982
SMI & DESIGN	Germany	992,041	04/02/1979
SMI	Italy	645,024	12/18/1972
SCIENCE MANAGEMENT CORPORATION	Benelux	111,022	12/29/1988

ISSUED U.S. & FOREIGN TRADEMARKS

Mark	Docket No.	Registration No.	Reg. Date
SMC (GEOMETRIC SHAPE)	Benelux	380,564	03/15/1982
SMC (GEOMETRIC SHAPE)	Canada	284,100	10/14/1983
SMC (GEOMETRIC SHAPE)	France	1,201,180	03/19/1982
SMC (GEOMETRIC SHAPE)	United Kingdom	B1172437	03/30/1982
SMC (GEOMETRIC SHAPE)	Germany	1,039,799	03/17/1982
SMC (GEOMETRIC SHAPE)	Italy	414,183	03/10/1986
SMC (GEOMETRIC SHAPE)	Spain	1 004,233	05/17/1983
SMC (GEOMETRIC SHAPE)	Spain	1 004,234	05/17/1983
SMC (GEOMETRIC SHAPE)	Spain	1,004,235	05/17/1983

PENDING FOREIGN TRADEMARKS

Mark	Docket No.	Serial No.	Filed
WOCOM	Japan	9.023524	03/05/97
WOCOM	Japan	9.023525	03/05/97
WOCOM	Japan	9.023526	03/05/97

ASSIGNMENT OF TRADEMARK

This TRADEMARK ASSIGNMENT is made as of October 22, 1998 by and between Science Management Corporation, a corporation of the State of Delaware, having a principal place of business at 721 Route 202-206, Bridgewater, New Jersey 08807, (hereinafter "Assignor") and Science Management Company L.L.C., a limited liability company of the State of Delaware, having a principal place of business at 721 Route 202-206, Bridgewater, New Jersey 08807 (hereinafter "Assignee"),

WHEREAS, Assignor is the owner of and has used the trademarks (hereinafter referred to as "the said trademarks") set forth in the attached Schedule A, and which are the subject of United States and foreign registrations, and

WHEREAS, Assignee is desirous of acquiring any and all rights that Assignor may have in and to the said trademarks, together with the goodwill of the business in connection with which the said trademarks are used and which is symbolized by the said trademarks, along with the right to recover for damages and profits for past infringements thereof,

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign, transfer, and convey, to Assignee, its successors and assigns, the entire right, title and interest in and to the said trademarks and the applications therefor, together with the goodwill of the business in connection with which said trademarks are used and which is symbolized by the said trademarks, along with the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title, and interest in and to the said trademarks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

IN WITNESS WHEREOF, Science Management Corporation has caused this Assignment to be executed by its duly authorized representative.

Assignor
SCIENCE MANAGEMENT CORPORATION

(Corporate Seal)

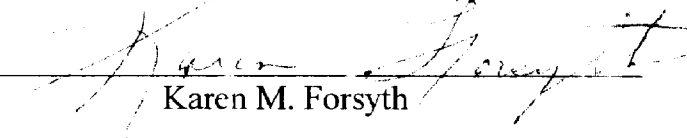
By *James M. [Signature]*

Title *Vice President*

CERTIFICATE OF MAILING

I hereby certify that the foregoing document and/or fee is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231 on this 22 day of December, 1998.

By



Karen M. Forsyth