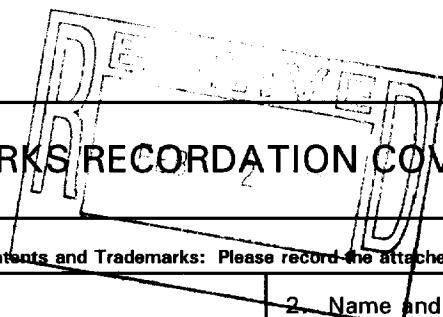


02-08-1999



100959943

RKS RECORDATION COVER SHEET



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

J.M. Voith GmbH
Sankt Poltener Strasse 43
D-89522
Heidenheim
Federal Republic of Germany

Corporation-Germany

Additional names(s) of conveying party(ies) attached? NO

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

Voith Sulzer Papiertechnik
Patent GmbH
Sankt Poltener Strasse 43
D-89522 Heidenheim
Federal Republic of Germany

Corporation-Germany

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

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? No

3. Nature of conveyance:
Assignment

Execution Date: October 15, 1998

4. A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

- 1,725,024
- 1,489,028
- 1,489,890
- 1,548,882
- 1,619,513
- 1,504,598
- 1,608,831

02/05/1999 SMURNS 00000110 1725024

01 FC:481 40.00 OP
02 FC:482 150.00 OP

Additional numbers attached? NO

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

OSTROLENK, FABER, GERB & SOFFEN, LLP
1180 Avenue of the Americas
New York, New York 10036-8403

6. Total number of documents involved:
1

7. Total fee (37 CFR 3.41): \$ 190.00

Enclosed as part of Check No.

In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.

DO NOT USE THIS SPACE

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.

Robert C. Faber
Name of Person Signing

Signature

January 29, 1999
Date

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

POWER OF ATTORNEY AND
APPOINTMENT OF DOMESTIC REPRESENTATIVE

The undersigned hereby appoints OSTROLENK, FABER, GERB & SOFFEN, LLP and the members of the firm: Marvin C. Soffen, Samuel H. Weiner, Jerome M. Berliner, Robert C. Faber, Edward A. Meilman, Stanley H. Lieberstein, Steven I. Weisburd, Max Moskowitz, Stephen A. Soffen, James A. Finder, William O. Gray, III, Louis C. Dujmich, Charles P. LaPolla and Douglas A. Miro, all members of the Bar of the State of New York, with offices at 1180 Avenue of the Americas, New York, New York 10036-8403, (212) 382-0700, its attorneys to prosecute this application with full power of substitution and revocation and to transact all business in the Patent and Trademark Office in connection therewith. Said attorneys are hereby designated its agent upon whom notices or process may be served in proceedings affecting the above-entitled mark. Please address all correspondence to:

Robert C. Faber, Esq.
OSTROLENK, FABER, GERB & SOFFEN, LLP
1180 Avenue of the Americas
New York, New York 10036-8403

Voith Sulzer Papiertechnik Patent GmbH

November 10, 1998

[Date]

By 

Name : Dr. Volker Linden

Title: Principal Officer

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

A S S I G N M E N T

WHEREAS, J.M. VOITH GmbH, a corporation organized and existing under the laws of the Federal Republic of Germany, and doing business at: Sankt Poltener Strasse 43 D-89522, Heidenheim, Fed. Rep., Germany (hereinafter called the Assignor), has adopted and is using the marks which are the subject of registrations in the U.S. Patent and Trademark Office, on the attached Schedule A.

AND, WHEREAS, Voith Sulzer Papiertechnik Patent GmbH, a corporation, organized and existing under the laws of the Federal Republic of Germany, whose principal office and place of business is: Sankt Poltener Strasse 43 D-89522, Heidenheim, Fed. Rep., Germany (hereinafter called the Assignee), is desirous of acquiring said marks, and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all of its rights, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof.

J.M VOITH GmbH & Co. Beteiligungen KG as legal
 successor of former J.M. Voith GmbH
 (see attached Certificate of Merger)

Heidenheim, October 15, 1998

 [Date]

By: 
 Name: Michael Schad
 Title: Authorized Signatories

SCHEDULE A

TRADEMARK	APPLICATION NO.	APPLICATION DATE	REG. DATE	REG. NO.
FLEXLIP	74/135,658	2/1/91	10/20/92	1,725,024
HYDRODISK	73/661,128	5/15/87	5/31/88	1,489,890
PROFILROLL	73/636,404	12/22/86	5/24/88	1,489,028
PROMATIC +	73/740,380	7/18/88	7/25/89	1,548,882
ROLLMASTER	73/794,578	4/20/89	10/30/90	1,619,513
SPECTRO	73/666,277	6/12/87	9/20/88	1,504,598
SPEEDSIZER	73/760-513	10/11/88	8/7/90	1,608,831