

TRADEMARK ASSIGNMENT

Whereas, M&S Systems, Inc., a Delaware Corporation, located and doing business at 2861 Congressman Lane, Dallas, Texas 75220, is the owner of record of the following U.S. Trademark Application:

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>	<u>Class</u>
HOMEMATION	75/514771	06/29/98	9

Whereas, Chamberlain M&S, L.P., a Texas Limited Partnership, is located at 845 Larch Avenue, Elmhurst, Illinois 60126, desires to acquire said mark, the appurtenant goodwill and the Application thereof and to make of record its ownership of said mark and Application in its own name.

Now, therefore, for good and valuable consideration in the amount of \$10.00 U.S., the receipt and sufficiency of which is hereby acknowledged, M&S Systems, Inc. has assigned and transferred, and does hereby assign and transfer nunc pro tunc effective as of December 30, 1998 to Chamberlain M&S, L.P. its successors, assigns and legal representatives, the entire right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and all rights to past damages, and the above identified Application thereof.

M&S SYSTEMS, INC.

By: Richard J. Harris
Name: Richard J. Harris
Title: Vice President & Treasurer

Date: Feb. 10, 1999

SUBSCRIBED AND SWORN to before me this 10th day of February, 1999.

[Signature]
Notary

FITCH, EVEN, TABIN & FLANNERY

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February 17, 1999

Hon. Commissioner of Patents
and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Recording of Trademark Assignment for:
Our File No.: 5569-65389

Honorable Sir:

Please record the enclosed Assignment from M&S Systems, Inc., a Delaware Corporation, to Chamberlain M&S, L.P., a Texas Limited Partnership, covering the following trademark Application:

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
HOMEMATION	75/514771	06/29/98

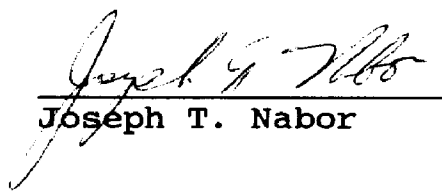
In connection with the above identified Assignment, enclosed please find a check in the amount of \$40 to cover the fee for filing the Assignment. The Commissioner is hereby authorized to charge any additional fees which may be required in this proceeding during its entire pendency, or credit any overpayment, to Deposit Account No. 06-1135. Should no proper payment be enclosed, as by the check being in the wrong amount, unsigned, post-dated, otherwise improper or informal or even entirely missing, please charge the unpaid amount to our Deposit Account No. 06-1135.

TRADEMARK
REEL: 1858 FRAME: 0397

Please return the Assignment to us as soon as it has been
recorded.

Respectfully Submitted,

By:



Joseph T. Nabor

JTN:gjm
Enclosures