

03-26-1999



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To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies): CHATILLON DELAWARE, INC.

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

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

2. Name and address of receiving party(ies)

Name: AMETEK, INC.
 Internal Address: Law Department
 Street Address: Station Square
 City: Paoli State: PA ZIP: 19301

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March, 1999

3/19/99

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

A. Trademark Application No.(s)
74/677,289
74/129,555

B. Trademark Registration No.(s)
2,062,541
1,677,436

Additional numbers attached? Yes No

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

Name: Eileen M. Sands
 Internal Address: Law Department
AMETEK, Inc.
 Street Address: Station Square
 City: Paoli State: PA ZIP: 19301

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

03/25/1999 DNGUYEN 00000039 2062541
 01 FC:481 40.00 OP
 02 FC:482 25.00 OP

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.

Donna F. Winguist, Esq. Donna F. Winguist 3/12/99
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment"), dated as of the 19th day of May, 1997, is given by Technitrol Investments, Inc., a Delaware corporation ("Assignor"), in favor of Chatillon Delaware, Inc., a Delaware corporation ("Assignee").

Assignor has adopted and is using the trademarks set forth on Schedule I attached hereto and made a part hereof (the "Marks"). The Marks are registered or pending in the United States Patent and Trademark Office pursuant to the registration or serial numbers listed in Schedule I hereto. Assignor desires to assign, and Assignee desires to acquire, the Marks, the registrations and/or filings thereof in the United States, and the goodwill of the business of Assignor symbolized by and ancillary to such Marks (the "Business").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor hereby assigns to Assignee the entire right, title and interest in and to the Marks, together with the goodwill of the Business symbolized by and ancillary to such Marks and the United States registration of such Marks.

This Assignment includes all legal rights associated with such Marks and the United States registration thereof, including but not limited to (i) the right to sue for past and future infringement of such Marks, (ii) the right to file affidavits of continuing use and non-involvement in litigation in connection with the recited registration of such Marks, and (iii) the right to seek renewal of such registration.

Assignor hereby agrees to, and shall, execute and deliver such further instruments of transfer and conveyance and take such action and deliver such other documents, certifications and further assurances as may reasonably be required to effect and record, where necessary, the transfer and conveyance of the foregoing, and Assignor hereby agrees to, and shall, fully cooperate with Assignee in furtherance of the same.

This Assignment may be executed in two or more counterparts, each of which shall be deemed an original and all of which together shall be considered one and the same document.

IN WITNESS WHEREOF, I, the undersigned, hereby declare that I am an officer

of Assignor, having the title indicated below, and that I am duly authorized to execute this Assignment on behalf of Assignor.

TECHNITROL INVESTMENTS, INC.

Attest:

Vern A. Meyer

(SEAL)

By:

Albert Thorp III

Name: Albert Thorp, III

Title: President

183886.1

SCHEDULE I

<u>Mark</u>	<u>Number</u>	<u>Date</u>
QUALITY IS OUR DRIVING FORCE	Serial No. 74/677,289	Filed 5/19/95
JOHN CHATILLON & SONS, INC.	Registration No. 1,665,737	Registered 11/26/91
CHATILLON	Registration No. 1,677,436	Registered 3/3/92

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