

03-29-1999



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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

B. 22.99

#### 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  
Effective Date  
Month Day Year

Merger

Change of Name

Other

#### Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
09261997

Name

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

Corporation  Association

Other

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.)

Citizenship/State of Incorporation/Organization

#### FOR OFFICE USE ONLY

03/26/1999 JSHABAZZ 00000057 1107102

01 FC:481  
02 FC:482

40.00 OP  
50.00 OP

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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: 1874 FRAME: 0794

**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="1107102"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1097296"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1109920"/>	<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.

Kathryn M. Wheble

3/15/99

Name of Person Signing

Signature

Date Signed

## ASSIGNMENT AND ASSUMPTION AGREEMENT

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT ("Assignment and Assumption") is made and entered into as of September 26, 1997 by and between BEI ELECTRONICS, INC. ("Assignor") and BEI TECHNOLOGIES, INC. ("Assignee").

For and in consideration of the mutual covenants contained herein, the assumption of obligations by the Assignee and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged by the execution and delivery hereof, Assignor and the Assignee hereby agree as follows:

1. Assignor does hereby transfer, assign and deliver to Assignee all of the right, title and interest of Assignor in all of the business, rights, interests, claims and assets (of every kind, nature, character and description, whether real, personal or mixed, whether tangible or intangible, whether accrued, contingent or otherwise, and wherever situated) of Assignor except for shares of the Common Stock of Assignee and BEI Medical Systems Company, Inc. (collectively the "Contributed Assets") effective at the end of the day immediately prior to the day on which the distribution of Assignee's Common Stock to the holders of Assignor's Common Stock in the form of a stock dividend (the "Distribution") is effective.

2. Assignee does hereby accept the Contributed Assets effective as of the end of the day immediately prior to the day on which the Distribution is effective and hereby assumes and agrees faithfully to discharge promptly and fully when due all of the obligations of Assignor related to the Contributed Assets.

IN WITNESS WHEREOF, the Assignor and the Assignee have executed this Assignment and Assumption Agreement as this 26th day of September, 1997.

BEI ELECTRONICS, INC.

BEI TECHNOLOGIES, INC.

  
\_\_\_\_\_  
Robert R. Corr  
Treasurer

  
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Robert R. Corr  
Treasurer

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