

MRD 3/26/99

RECORDATION FOR TRADEMARK

03-31-1999

DEPARTMENT OF COMMERCE
Patent and Trademark Office



100996172

To the Honorable Commissioner of Patents and Trademarks, Please send

Copy thereof.

1. Name of conveying party(ies): 1009 MAR 26 PM 12:00
CustomTracks Corporation
OPR/FINANCE

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

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

2. Name and address of receiving party(ies):
Name: Johnson Controls, Inc.
Internal Address: _____

Street Address: 5757 North Green Bay Avenue

City: Milwaukee State: Wisconsin Zip: 53209

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporate-State Wisconsin
 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 22, 1999

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

A. Trademark Application No.(s)
(None)

B. Trademark Registration No.(s)
(See attached list)

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 16

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

Name: Marta S. Levine
Internal Address: _____

Street Address: Quarles & Brady
411 East Wisconsin Avenue
City: Milwaukee State: Wisconsin Zip: 53202

7. Total Fee (37 CFR 3.41)\$ 415.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number
17-0055

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

03/31/1999 JSHABAZZ 00000007-170055 2166919

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 375.00 CH

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.

Marta S. Levine Marta Levine March 23, 1999
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 and Trademarks, Box Assignments
Washington, D.C. 20231

Conveying Party: CustomTracks Corporation
Receiving Party: Johnson Controls, Inc.
Re: Assignment (Confirmatory Assignment of Trademarks)

Schedule of Trademarks

<u>Reg. No.</u>	<u>Mark</u>	<u>Reg. Date</u>
2,166,919	BADGEMASTER	11/25/97
2,098,551	CARDKEY	09/23/97
2,074,877	CARDKEY	07/01/97
1,342,260	C CARDKEY & Design	06/18/85
1,342,261	C & Design	06/18/85
1,261,500	INTERROGATOR 770	12/20/83
1,261,503	INTERROGATOR 790	12/20/83
1,262,232	INTERROGATOR I	12/27/83
1,261,498	INTERROGATOR II	12/20/83
1,261,499	INTERROGATOR III	12/20/83
1,846,136	LEGACY	07/19/94
1,223,975	PASS	01/18/83
1,899,623	PEGASYS	06/13/95
2,105,261	PEGAVISION	10/14/97
1,043,995	SECURITI-CARD	07/20/76
1,195,045	TLS & Design	05/11/82

**Exhibit 1 to the
Confirmatory Assignment of Trademarks**

Mark	Reg. No.	Issue Date
BADGEMASTER	2,166,919	11/25/97
CARDKEY	2,098,551	09/23/97
CARDKEY	2,074,877	07/01/97
C CARDKEY & Design	1,342,260	06/18/85
C & Design	1,342,261	06/18/85
INTERROGATOR 770	1,261,500	12/20/83
INTERROGATOR 790	1,261,503	12/20/83
INTERROGATOR I	1,262,232	12/27/83
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INTERROGATOR III	1,261,499	12/20/83
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SECURITI-CARD	1,043,995	07/20/76
TLS & Design	1,195,045	05/11/82

Confirmatory Assignment of Trademarks

This Confirmatory Assignment of Trademarks is made as of the 22nd day of March, 1999, by CustomTracks Corporation, a Texas corporation with its principal place of business at One Galleria Tower, 13355 Noel Road, Suite 1555, Dallas, Texas 75240-6604 (the "Seller"), and Johnson Controls, Inc., a Wisconsin corporation with its principal place of business at 5757 North Green Bay Avenue, Greendale, Wisconsin 53209 ("Buyer").

WHEREAS, as of December 4, 1998, the Seller was the owner of the trademarks, and the registrations and/or applications for registration therefor (shown on the attached Exhibit 1), and the business and good will of the business in connection therewith.

AND WHEREAS, as of December 4, 1998, Buyer wished to acquire said trademarks, the registrations and/or applications for registration therefor, and the business and good will of the business in connection therewith.

NOW, THEREFORE, as of December 4, 1998, the Seller, for and in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, did sell, assign and transfer, and does hereby sell, assign, and transfer nunc pro tunc to Buyer, and the Buyer does hereby accept the sale, assignment and transfer by Seller, of Seller's entire right, title and interest in and to said trademarks, the registrations and/or applications for registration therefor, and the good will of the business in connection therewith, along with Seller's entire right, title and interest in and to any and all claims and demands it may have, at law or in equity, for past infringement of said trademarks.

This Confirmatory Assignment of Trademarks is made pursuant to that Stock Purchase Agreement between Johnson Controls, Inc. and CustomTracks Corporation, dated as of November 9, 1998.

IN WITNESS WHEREOF, the Seller has caused this Confirmatory Assignment of Trademarks to be executed and sealed by its duly authorized officer as of the date first written above.

CustomTracks Corporation

By:

Ronald A. Woessner

Name: Ronald A. Woessner

Title: Vice President

STATE OF TEXAS)
)
DALLAS COUNTY)

Personally came before me this 22nd day of March, 1999,
the above named individual, to me known to be the person who executed
the foregoing instrument and acknowledged the same.

Darleen Harris
Notary Public, State of Texas
My Commission expires: 5-15-2001

(SEAL)

