

Form PTO-1594
(Rev 6-93)

RE
MID
6-18-99



U.S. Department of Commerce
Patent and Trademark Office

101072610

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

1. Name of conveying party(ies):

IDM Controls, Inc.
9510 N. Houston-Rosslyn Rd.
Houston, TX 77088

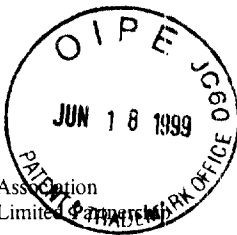
- Individual(s)
- General Partnership
- Corporation-State Texas
- Other: Bank
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 31, 1999



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

Name: OEI Acquisition Corp.
Internal Address: _____

Street Address: 9510 N. Houston-Rosslyn Rd.

City: Houston State: TX ZIP: 77088

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

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

If this document is being filed together with a new application, the execution date of the application is _____

A. Trademark Application No.(s)
None

B. Trademark No.(s) 1,607,178 1,721,459

Additional numbers attached Yes No

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

Name: Howard L. Rosenberg
Internal Address: Mayer, Brown & Platt
Street Address: 190 South LaSalle Street
City: Chicago State: IL ZIP: 60603

6. Total number of applications and trademarks 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)

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.

Howard L. Rosenberg
Name of Person Signing

[Signature]
Signature

June 16, 1999
Date

Total number of pages comprising cover sheet and document attachments: 4

06/22/1999 NTHAI1 00000004 1607178

R 101 402:401

18382543.1 61599 12050 28502883

40.00 OP
25.00 OP

SCHEDULE A

Assigned Trademarks

<u>Mark</u>	<u>Registration Number</u>
IDM	1,607,178
PoWrMaster	1,721,459

052C 98502883

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made this 31st day of March, 1999 by IDM Controls, Inc., a Texas corporation ("Assignor").

WHEREAS, Assignor has entered into an Asset Purchase Agreement, dated as of March 31, 1999 (the "Agreement") between Assignor and OEI Acquisition Corp., a Delaware corporation, pursuant to which Assignor has agreed to sell and Assignee has agreed to purchase certain Intellectual Property (as defined in the Agreement); and

WHEREAS, Assignor is willing in connection with certain transactions being consummated on the date hereof to assign to Assignee all of Assignor's right, title and interest in and to: all common law trademarks, service marks, trade names, U.S. trademark registrations and applications (including those listed on Schedule A attached hereto) and the goodwill of the business associated with the same (collectively, "Trademarks"); and

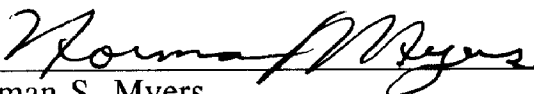
WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in, to and under said Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred and set over, and does hereby sell, assign, transfer and set over to Assignee, its successors, legal representatives and assigns, all of Assignor's right, title and interest in and to the Trademarks together with the goodwill of the business associated with said Trademarks and registrations thereof (including, without limitation, all proceeds thereof and the rights to sue for past, present and future infringements), the same to be held and enjoyed by Assignee, for its own use and on behalf of its successors, legal representatives and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor, had this sale and assignment not been made.

Assignor hereby requests the Commissioner of Patents and Trademarks to record Assignee, as assignee of the U.S. trademark registrations and applications for registration listed on Schedule A, for the sole use and enjoyment of Assignee, its successors, legal representatives and assigns.

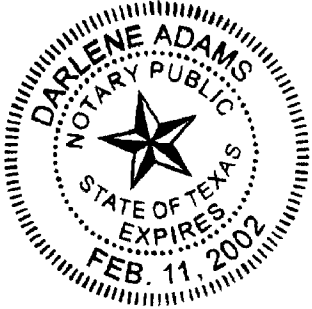
Assignor further agrees without further consideration to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as Assignee may from time to time reasonably request to effect fully this Assignment.

IDM CONTROLS, INC.

By: 
Norman S. Myers
President

STATE OF TEXAS)
) SS.
COUNTY OF HARRIS)

The foregoing assignment was acknowledged before me on this 31st day of March, 1999,
by Norman S. Myers of IDM Controls, Inc., on behalf of the corporation.



Darlene Adams
NOTARY PUBLIC
My Commission Expires: 2-11-2002