

7.29.99

07-30-1999



To the Assistant Commissioner for Trademarks

101104444

or copy thereof.

1. Name of conveying party(ies):

ITT Industries, Inc.

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

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

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

Execution Date: December 4, 1998

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

Name: ITT Manufacturing Enterprises, Inc.

Street Address: 1105 N. Market Street
Wilmington Delaware 19801

City _____ State _____ Zip _____

- 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
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

See Attached

B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: John R. Garber
Internal Address: Cooper & Dunham LLP

Street Address: 1185 Avenue of the Americas

23rd Floor

City: New York State: New York ZIP 10036

6. Total number of applications involved:

7. Total fee (37 CFR 3.41): \$ 215.00

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.

John R. Garber

Name of Person Signing

Signature

Date

Total Number of pages including cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
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Washington, D.C. 20231

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07/30/1999 NTHAI1 0000101 75328068

01 FC:481
02 FC:482

40.00 OP
175.00 OP

Trademark	App. No.	Filing Date
ENGINEERED FOR LIFE	75-328068	July 21, 1997
ENGINEERED FOR LIFE	75-328053	July 21, 1997
ENGINEERED FOR LIFE	75-977998	July 21, 1997
ENGINEERED FOR LIFE	75-328054	July 21, 1997
ENGINEERED FOR LIFE	75-978037	July 21, 1997
ENGINEERED FOR LIFE	75-328056	July 21, 1997
ENGINEERED FOR LIFE	75-328055	July 21, 1997
ENGINEERED FOR LIFE	75-328053	July 21, 1997


ASSIGNMENT OF TRADEMARKS

WHEREAS, ITT INDUSTRIES, INC., an Indiana Corporation, having its principal place of business at 4 West Red Oak Lane, White Plains, New York 10604 is the owner of world wide applications and registrations for the mark ENGINEERED FOR LIFE: and

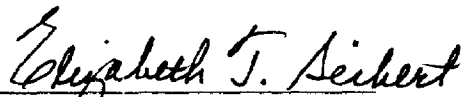
WHEREAS, ITT MANUFACTURING ENTERPRISES, INC., a Delaware corporation having its principal place of business at 1105 North Market Street, Wilmington, Delaware 19801 is desirous of acquiring rights to said world wide applications and registrations for the mark ENGINEERED FOR LIFE:

NOW THEREFORE for good and valuable consideration, receipt of which is hereby acknowledged, said ITT INDUSTRIES, INC. does hereby assign unto the said ITT MANUFACTURING ENTERPRISES, INC. all of its world wide rights, title and interest in and to the mark ENGINEERED FOR LIFE along with said applications and registrations therefor including, the right to sue and recover for past infringements and other violations, thereof, absolutely and forever without limitations, and ITT MANUFACTURING ENTERPRISES, INC. hereby accepts such assignment and transfer.

ITT INDUSTRIES, INC.

By 
Robert P. Seitter
Assistant Secretary

Subscribed and sworn to before me this 4th day of December, 1998


Notary Public

ELIZABETH T. SEIBERT
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01SE5061275
QUALIFIED IN WESTCHESTER COUNTY
COMMISSION EXPIRES JUNE 3, 2000