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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

08-18-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #30

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

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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

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Name
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- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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- Individual General Partnership Limited Partnership 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.)
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08/23/1999 MTHAI1 00000275 7564457

01 FC:481 40.00 OP
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Mail documents to be recorded with required cover sheet(s) information to:
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Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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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)

75614457	<input type="text"/>	<input type="text"/>
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1197120	<input type="text"/>	<input type="text"/>
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Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

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Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

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Jeffrey R. Kelly

Name of Person Signing

Chairman and Secretary



Signature

8-5-99

Date Signed

Following recordation please
return the original to:

Alan M. Rauss, Esq.
KOHMAN, JACKSON & KRANTZ P.L.L.
1375 East Ninth Street
One Cleveland Center, 20th Floor
Cleveland, OH 44114-1793

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ASSIGNMENT OF TRADEMARKS AND TRADEMARK APPLICATION

Trademark: DELTAGATE
Registration No. 1,197,120
Date of Registration: June 8, 1982
Class No. 7

Trademark: TURBONETICS
Registration No. 2,217,183
Date of Registration: January 12, 1999
Class No. 7

Trademark Application: TORQUE-MASTER
Serial No. 75/614457
Filing Date: December 31, 1998
Class No. 12

This ASSIGNMENT OF TRADEMARKS AND TRADEMARK APPLICATION is granted as of this 3 day of June, 1999, by **TURBONETICS, INC.**, a California corporation (hereinafter referred to as the "Assignor"), to **TURBONETICS, INC.**, a Delaware corporation (hereinafter referred to as the "Assignee") with reference to the following facts:

RECITALS:

A. Assignor has acquired and used in its business the above trademarks; and

B. Assignee is desirous of acquiring all of the Assignor's right, title and interest in and to the above trademarks and trademark application and their registration and the goodwill of the business in connection with which such trademarks are used.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby grants, sells, conveys, transfers, assigns and delivers to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the above trademarks and their registrations, and the above trademark application, together with the goodwill of the business in connection with which the respective trademarks are used and the right to sue and recover damages for past infringements thereof, and to stand in the place of Assignor in all matters related thereto.

IN WITNESS WHEREOF, the undersigned hereby duly executes this Assignment of Trademarks and the Trademark Application as of the 3 day of June, 1999, at Morpark, California.

ASSIGNOR

TURBONETICS, INC., a California corporation

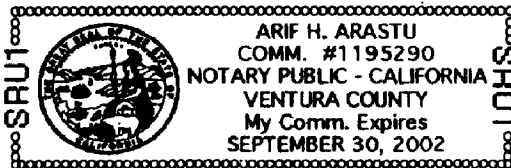
By: Robert A. Keller
Robert A. Keller, Esq.

STATE OF CALIFORNIA)
) ss.
COUNTY OF VENTURA)

On this 3rd day of June, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT A. KELLER, ~~personally known to me~~ (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument, and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~) and that by his/~~her/their~~ signature on the instrument the persons(s) or the entity on behalf of which the person(s) acted, executed the same.

WITNESS MY HAND AND OFFICIAL SEAL.

Arif H. Arastu
Notary Public, State of California



HM&D-32125

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