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RECORDATION FORM COVER SHEET -- TRADEMARKS ONLY

Box Assignments
Commissioner of Patents and Trademarks
Washington, DC 20231

Please record the attached original document.

1. Name of conveying party(ies):

Kvaerner Hymac Inc.

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

Name: Andritz Ltd.
Street Address: 3339 Griffith Street
City, State, ZIP: Ville St-Laurent, Quebec H4T 1W5
Country: Canada

a New Brunswick corporation

Appointment of domestic representative is attached.

3. Nature of conveyance: Assignment dated January 23, 1998

4. Trademark Registration No. 1,423,621 granted January 6, 1987
Trademark Registration No. 1,424,588 granted January 13, 1987

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

L. James Ristas
Alix, Yale & Ristas, LLP
750 Main Street
Hartford, CT 06103

6. Total number of applications and registrations involved: 2

7. Total fee enclosed: \$65. If this amount is incorrect, please charge or credit the difference to Deposit Account No. 16-2563.

To the best of my knowledge and belief, the foregoing information is true and correct.

(09/17/1999 DNGUYEN 00000037 1423621)
01 FC:481 40.00 OP
02 FC:482 25.00 OP
Date: September 13, 1999

L. James Ristas

Total number of pages including cover sheet, attachments and document: 6

Attorney's Docket: ANDR/T47/7/US; ANDR/T48/7/US

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re trademark registration of Andritz Ltd.

Registration No. 1,423,621

Registered January 6, 1987

Mark: HYMAC (Stylized)

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Sir:

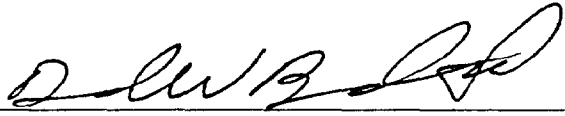
APPOINTMENT OF DOMESTIC REPRESENTATIVE

We hereby designate James E. Alix (Reg. No. 20,736), Guy D. Yale (Reg. No. 29,125), L. James Ristas (Reg. No. 28,663), Richard H. Berneike (Reg. No. 21,126), Clifford P. Kelly (Reg. No. 35,213), and James E. Piotrowski (Reg. No. 43,860), all members of the bar of the State of Connecticut, and Marc C. Pawl (Reg. No. 31,992), a member of the bar of the State of Ohio, or any of them, whose postal address is Alix, Yale & Ristas, LLP, 750 Main Street, Hartford, Connecticut 06103, to act as our representatives on whom may be served notices or process in proceedings affecting the mark.

All previous appointments are hereby revoked.

ANDRITZ LTD.

By


David W. Bumsted
Secretary

Date 9/3/99

Attorney's Ref: ANDR/T48/7/US

TRADE-MARK ASSIGNMENT

WHEREAS KVAERNER HYMAC INC., whose full post office address is 1867 Berlier St. Laval, Quebec, H7L 3S4 (hereinafter referred to as the "**Assignor**"), is the registered owner of the entire right, title and interest in and to the trademarks described in Schedule A (hereinafter referred to as the "**Trade-Marks**");

WHEREAS ANDRITZ LTD., whose full post office address is 4999 St. Catherine St. West, Suite 500, Westmount, Quebec, H3Z 1T3, (hereinafter referred to as the "**Assignee**") is desirous of acquiring the entire right, title and interest in and to the Trade-Marks; and

WHEREAS the Assignor and the Assignee entered into an Asset Purchase Agreement on November 24, 1997 involving, *inter alia*, the transfer of intellectual property, including the Trade-marks.

NOW, THEREFORE, the Assignor declares as follows:

The Assignor hereby assigns and transfers to the Assignee, in consideration of the sum or \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, its entire right, title and interest in and to the Trade-Marks (including all trademarks and service marks) the registration and usage thereof and the goodwill of the business associated with the Trade-Marks.

The Assignor further assigns to the Assignee the right to sue for past infringement and to recover and retain all damages and profits arising in connection with such Trade-Marks.

The Assignor warrants that, upon the reasonable request of the Assignee, it shall execute all papers, make all rightful oaths, testify on behalf of the Assignee, and do all other acts necessary to carry out the intent of this agreement, as well as to provide such other material, information and/or assistance as the Assignee may consider necessary.

The assignment shall be binding upon the parties, their successors and/or assigns, and all other acting by, through, with or under their direction and all those in privity therewith.


The Assignee appoints STIKEMAN, ELLIOTT, whose full post office address in Canada is 1155 René-Lévesque Boulevard West, Suite 4000, Montréal, Province of Quebec, H3B 3V2, as the firm to whom any notice in respect of the application or registration concerning the Trade-Marks may be sent, and upon whom service of any proceedings in respect of said application or registration may be given or served, with the same effect as if they had been given or served upon the Assignee.

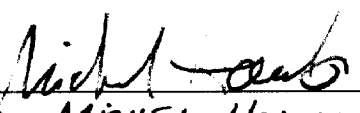
The Assignee appoints STIKEMAN, ELLIOTT, whose full post office address in Canada is 1155 René-Lévesque Boulevard West, Suite 4000, Montréal, Province of Quebec, H3B 3V2, or any member of the said firm, as its attorneys to prosecute any application concerning the Trade-Marks with full powers of amendment and substitution, to execute any amendment related hereto as well as any amended application, to represent the Assignee with respect to this application, the said attorneys being authorized to receive the registration certificate on behalf of the Assignee.

It is the express wish of the parties hereto that this document be drawn up in English. La volonté expresse des parties aux présentes est que ce document soit rédigé en anglais.

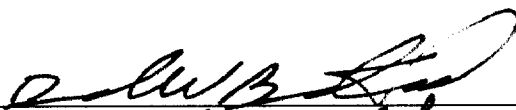
IN WITNESS WHEREOF, the parties have caused this agreement to be duly executed and signed by their duly authorized officers with effect as of January 23rd, 1998.

Assignor
KVAERNER HYMAC INC.

Per: 
Name: GORDON D. RICHARDSON
Title: VICE-PRESIDENT FINANCE & ADMINISTRATION

Per: 
Name: MICHEL HOULLÉ
Title: VICE-PRESIDENT & C.O.O.

Assignee
ANDRITZ LTD.

Per: 
Name: David W. Bumsted
Title: Secretary

Per: _____
Name:
Title:

SCHEDULE A

Registration Number

Trade-mark

U.S. 1,424,588

HYMAC

U.S. 1,423,621

HYMAC