

10-20-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other _____

Effective Date
Month Day Year
9 29 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Global Processing Systems, Inc.

9 29 99

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Jeffrey Specialty Equipment Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 600 Abbott Drive

Address (line 2) P.O. Box 100

Address (line 3) Broomall

PA

19008-0100

City

State/Country

Zip Code

- 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

10/19/1995 HTH:HL 00000215 1613ER 75706249
01 FC:481 40.00 C1
02 TC:482 100.00 C1

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

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)		
<input type="text" value="75/706,249"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,344,064"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/784,433"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="424,439"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="280,736"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Kenneth Crimaldi, Esquire *Kenneth Crimaldi* 10/12/99
Name of Person Signing Signature Date Signed

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Trademark Assignment"), is made this 30th day of September, 1999, by GLOBAL PROCESSING SYSTEMS, INC., a Delaware corporation (the "Assignor") for the benefit of JEFFREY SPECIALTY EQUIPMENT CORPORATION, a Delaware corporation (the "Assignee").

Background

Pursuant to an Asset Purchase Agreement, dated September 17, 1999 (the "Asset Purchase Agreement"), between Assignor and Assignee, Assignee is acquiring substantially all of the assets and assuming certain of the liabilities of Assignor, and Assignor has agreed to assign the Trademarks listed on Schedule A attached hereto (the "Trademarks") to Assignee.

NOW THEREFORE, in consideration of the foregoing and for good and valuable consideration set forth in the Asset Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby irrevocably assigns unto Assignee all right, title and interest in and to the Trademarks and the registrations therefor for the United States and throughout the world together with the goodwill of the businesses in connection with which the Trademarks are used and which are symbolized by the Trademarks, along with the right to sue for past infringement.

Assignor agrees to cooperate with Assignee in order to vest all Assignor's right, title and interest in and to the Trademarks in Assignee and to carry out the intent of this Assignment, and Assignor further agrees to take such further action and to execute such further documents and instruments as may, in Assignee's reasonable judgment, be necessary in order to evidence Assignee's ownership of the Trademarks, at the sole expense of Assignee.

This Assignment shall inure to the benefit of Assignee and the successors and assigns of Assignee and shall be binding upon Assignor and the successors and assigns of Assignor.

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment as of the date first above written.

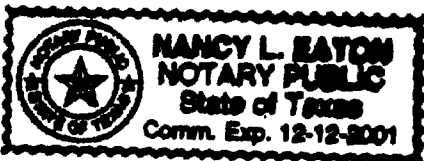
GLOBAL PROCESSING SYSTEMS, INC.

By: *A. L. Williams*
Name: A. L. Williams
Title: Vice President

STATE OF TEXAS :
COUNTY OF DALLAS :

On this, the 29th day of September, 1999, before me Nancy L. Eaton, the undersigned officer, personally appeared A. L. Williams, who acknowledged himself to be the Vice President of Global Processing Systems, Inc., and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained on behalf of said corporation and with its full authority to do so.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Nancy L. Eaton
Notary Public

SCHEDULE A

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Registration Date</u>
CONSEP 2	United States	1344064	6/25/1985
FLEXROLL	United States	424439	10/8/1946
FLEXTOOTH	United States	280736	2/24/1931
FLEXTOOTH	Canada	UCA637	2/27/1933
JEFFREY	Australia	680530	12/18/1998

TRADEMARK APPLICATIONS

<u>Trademark</u>	<u>Country</u>	<u>Application No.</u>	<u>Filing Date</u>
Chip-sizer	United States	75/706,249	5/14/1999
JEFFREY (Int'l Class 7)	United States	75/784,433	8/25/1999
JEFFREY (Int'l Class 7)	France	99/812,577	9/16/1999
JEFFREY (Int'l Class 7)	South Africa	99/15639	8/26/1999