

MRS
11.1.99

11-04-1999

Reference No. 29511/G1000



To the Honorable Commissioner of Pat
thereof.

101191256

original documents or copies

1. Name of conveying party(ies):
CBS Corporation, formerly known as Westinghouse
Electric Corporation

Individuals Association
General Partnership Limited Partnership
Corporation-State Pennsylvania
Other _____
Additional name(s) of conveying party(ies) attached? Yes
No

2. Name and address of receiving party(ies):
Westinghouse Process Control, Inc.
200 Beta Drive
Pittsburgh, Pennsylvania 15238

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

3. Nature of Conveyance:

Assignment Merger
Security Agreement Change of Name
Other _____

Execution Date: November 16, 1998

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

A. Trademark Application No.(s) B. Trademark registration No.(s)

See Attached Schedule

Additional numbers attached? Yes No

5. Mail correspondence to:
Richard M. LaBarge
MARSHALL, O'TOOLE, GERSTEIN,
MURRAY & BORUN
6300 Sears Tower -- 233 South Wacker Drive
Chicago, Illinois 60606
(312) 474-6300

6. Total number of applications and registrations
involved: 6

7. Attached is a check in the amount of \$165 the total fee
due pursuant to 37 C.F.R. §3.41.

8. Commissioner is hereby authorized to charge any
deficiency in the amount enclosed or any additional
fees which may be required under 37 C.F.R. §3.41,
or credit any overpayment, to Deposit Account No.
13-2855. A copy of this Recordation Form Cover
Sheet is enclosed.

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.*

Richard M. LaBarge *Richard M. LaBarge* Oct. 27, 1999
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 2

MOGDOC #64273

11/03/1999 MTHA11 00000153 1331826

01 FC:481
02 FC:482

(40.00 DP
125.00 DP)

TRADEMARK
REEL: 001984 FRAME: 0644

Schedule A

<u>Mark</u>	<u>Registration No.</u>
WDPF	1,331,826
WDPFII	1,917,755
WESTATION	1,914,699
WSP & Design	2,128,391
SOFTDCS	2,253,930
OVATION & Design	2,232,715

ASSIGNMENT OF UNITED STATES TRADEMARKS

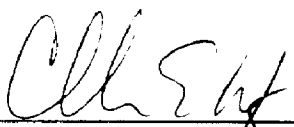
WHEREAS, CBS CORPORATION, formerly known as WESTINGHOUSE ELECTRIC CORPORATION, a Pennsylvania corporation having its principal offices in New York, New York (hereinafter referred to in this Assignment as "ASSIGNOR") and EMERSON ELECTRIC CO., a Missouri corporation, having its principal offices in St. Louis Missouri, have entered into an Asset Purchase Agreement, dated as of May 22, 1998 (the "Agreement"), pertaining to sale by ASSIGNOR of certain of its assets to EMERSON ELECTRIC CO., (as set forth in the Agreement); and

WHEREAS, EMERSON ELECTRIC CO. desires these purchased assets to be directly assigned from ASSIGNOR to WESTINGHOUSE PROCESS CONTROL, INC., a Delaware corporation owned by EMERSON ELECTRIC CO. and having its principal offices in Pittsburgh, Pennsylvania (hereinafter referred to in this Assignment as "ASSIGNEE").

NOW, THEREFORE, pursuant to the Agreement, ASSIGNOR hereby distributes, assigns and transfers to ASSIGNEE, its successors and assigns, the entire right, title and interest in and to trademarks, trademark registrations and trademark applications, service marks, service mark registrations and service mark applications ("marks") as identified in Schedule A attached hereto, together with the goodwill of the business in which the marks are used, along with any and all rights to enforcement with respect thereto, including all rights to sue or recover for the past infringement thereof, and any and all choses of actions related thereto.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be executed by its duly-authorized representative on this 16th day of November, 1998.

CBS CORPORATION

By: 
Name: Claudia E. Morf
Title: Vice President and Treasurer

SCHEDULE "A"

U.S. TRADEMARKS

<u>W.E. Case No.</u>	<u>Reg. No.</u>	<u>Trademark</u>
52,095	1331826	WDPF
58,439	1917755	WDPFII
58,440	1914699	WESTATION
58,444	2128391	WSP AND DESIGN

END OF SCHEDULE "A"

SCHEDULE "A"

PENDING U.S. TRADEMARK APPLICATIONS

W.E. Case No.

58,950

Appl. No.

75/089840

Trademark

SOFTDOCS

58,982

75/134273

OVATION AND
DESIGN

58,940
in 9/11/94
AJ

END OF SCHEDULE A