

MRS 12-15-99

01-03-2000

- Patents
- Trademarks



101235796

nd Trademarks:
or copy thereof.

1. Name of Party(ies) conveying

nd Address of Party(ies) receiving an interest:

HSAQ Corporation
2600 Skypark Drive
Torrance, California 90509

Name: America Pneumatic Tools, Inc.
Internal Address: _____
Street Address: 14710 Maple Avenue
City: Gardena
State: California Zip: 90248

- Entity:
- Individual(s)
 - General Partnership
 - Corporation-State: California
 - Other _____
 - Association
 - Limited Partnership

- Entity:
- Individual(s)
 - General Partnership
 - Corporation-State: California
 - Other _____
 - Association
 - Limited Partnership
- Citizenship _____

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

3. Interest Conveyed:

- Assignment
- Security Agreement
- Other _____
- Association
- Limited Partnership

Execution Date: November 8, 1999

4. Application number(s), patent numbers, or registration number(s). Additional sheet attached:

- Yes
- No

2,154,668; 75/306,489; 75/422,108

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

Name: Federal Research Corporation
Internal Address: Ms. Penelope Agodoa
Street Address: 400 Seventh Street, N.W., Suite 101
City: Washington
State: District of Columbia Zip: 20004

6. Number of applications, patents, or registrations involved:

3

7. Amount of fee enclosed or authorized to be charged:

\$90.00 Filing Fee

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

DO NOT USE THIS SPACE

9. Date of execution of attached document November 9, 1999

10. 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 documents.

December 13, 1999

Date

Signature

Wesley E. Odom

Name of Person Signing

12/30/1999 DMGUYEN 00000103 2154668

01 FC:481
02 FC:482

40.00 OP
50.00 OP

DOCSLA1:330332.1
7797-166 WFO

TRADEMARK
REEL: 002005 FRAME: 0117

ASSIGNMENT OF TRADEMARKS

HSAQ Corporation, a California corporation, having its principal place of business at 2600 Skypark Drive, Torrance, California ("Assignor"), has adopted, used, is using, and is the owner of the marks identified in Appendix A herein (collectively, the "Marks") and the goodwill associated with and symbolized by the Marks; and

American Pneumatic Tools, Inc., a California corporation, having its principal place of business 14710 Maple Avenue, Gardena, California ("Assignee") is desirous of acquiring substantially all of the assets used by Assignor in connection with its operations known as "American Pneumatic Tool" as described in a certain Asset Purchase Agreement dated November 8, 1999, including all of the right, title and interest of Assignor in and to the Marks, and to the goodwill associated with and symbolized thereby.

Now, Therefore, or good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys all of its right, title and interest in and to, and to the use of, the Marks, together with the goodwill associated with and symbolized by the Marks free and clear of all liens and encumbrances.

HSAQ Corporation,
a Delaware corporation

By: 
Arden Franklin

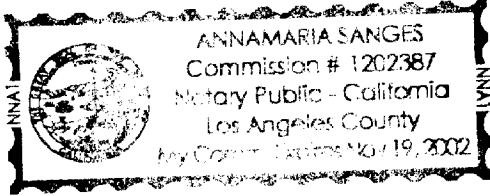
Its: Secretary

Dated: 11/8/99

State of California)
) ss
County of Los Angeles)

On Nov. 5, 1999, before me Annamaria Sanges, Notary Public, personally appeared Arden Franklin personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within Instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal



Annamaria Sanges
Signature of Notary

APPENDIX A

Trademarks

"APT"

"American Pneumatic Tool"

"AIRGO-LINE" U.S. ITU Ser. No. 75/306489

"AIRGO NOMIC" U.S. Reg. No. 2,154,668

"POLYSORB" U.S. ITU Reg. NO. 75/422108