

03-14-2000

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OPR/FINANCE

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

12 09 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name IRMA JEAN JONES, TRUSTEE OF DARREL WAYNE JONES

12 09 99

HEIRS' TRUST, dated JULY 20, 1999

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other Trust

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name COFFIN WORLD WATER SYSTEMS, LLC

DBA/AKATA

Composed of

Address (line 1) 326 South Dean Street

Address (line 2)

Address (line 3) Englewood NJ/USA 07631

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

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.)

03/10/2000 DCDATES 00000099 161322 1921836

FOR OFFICE USE ONLY

01 FC:481
02 FC:482
(40.00 CH)
(100.00 CH)

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 Practice. 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

TRADEMARK
REEL: 002035 FRAME: 0598

FORM PTO-1618B
Expires 09/30/99
OMB 0851-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1921836"/>	<input type="text" value="2056932"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2015587"/>	<input type="text" value="2023680"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2015586"/>	<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.

ALEXIS DILLETT ISZTWAN

2/11/00

Name of Person Signing

Signature

Date Signed

INTELLECTUAL PROPERTY ASSIGNMENT

This Assignment (the "Assignment") is made on this 9th day of December, 1999, by Irma Jean Jones trustee of the DARREL WAYNE JONES HEIRS' TRUST, dated as of July 20, 1999 ("Assignor"), for the benefit of COFFIN WORLD WATER SYSTEMS, LLC, a Delaware corporation ("Assignee").

WHEREAS, Assignor is the exclusive owner of the intellectual property rights, including, without limitation, certain trademarks, internet domain names and other intellectual property described on Exhibit A and any trade name, trademarks, service marks, and other manifestations of the goodwill of the business associated therewith ("Intellectual Property Rights") and the goodwill of the business associated with the Intellectual Property Rights;

WHEREAS, pursuant to a certain Asset Purchase Agreement by and between Assignor and Assignee, dated as of November 30, 1999 (the "Agreement"), Assignor agreed to assign to Assignee its entire right, title and interest in and to the Intellectual Property Rights.

WHEREAS, Assignor and Assignee desire to confirm such transfer pursuant to this Assignment.

NOW, THEREFORE, in consideration for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably sells, assigns, transfers and delivers to Assignee all of Assignor's right, title and interest in and to the Intellectual Property Rights, together with the goodwill of the business associated therewith and symbolized thereby, and any registrations thereof and applications therefor, including the right to sue for past infringement, if there may be any (collectively, the "Property").

Assignor hereby authorizes and requests Network Solutions, Inc., the United States Commissioner of Patents and Trademarks, and as appropriate, the corresponding officials of the several states and of all foreign countries, to record Assignee as the owner of and/or to issue to Assignee in accordance with this instrument all registrations having to do with the Property and all applications for any of the same.

Assignor hereby agrees not to use or seek registration of, now or in the future, any trade name, trademark, service mark, domain name or other indicia of origin or source that is colorably similar to, or may create any potential (including, without limitation, a likelihood of) confusion with, the Property.

Assignor agrees to cooperate with Assignee in order to carry out the intent of this Assignment and 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 Property, at the sole expense of Assignee, including, without limitation, completing, executing and filing with the appropriate entity, all documentation necessary to evidence Assignee's ownership of all internet domain names listed on Exhibit A.

This Assignment and all questions relating to its validity, interpretation, performance and enforcement shall be governed and construed in accordance with the laws of the State of California.

The covenants and agreements contained herein shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns, and are for the sole benefit of the parties hereto and their respective successors and permitted assigns. Such covenants and agreements shall not be construed as conferring and are not intended to confer any rights or benefits on any other person.

IN WITNESS WHEREOF, the undersigned has duly executed this Assignment on the date first above written.

**THE DARREL WAYNE JONES HEIRS' TRUST,
dated July 20, 1999**

By: *Irma Jean Jones*
Name: Irma Jean Jones
Title: Trustee

Date: _____

EXHIBIT A

Trademark "WORLD WATER SYSTEMS, INC." Reg. No. 1,921,836

Trademark "SPIR-O-LATOR" Reg. No. 2,015,587

Trademark "HELI-SEP" Reg. No. 2,015,586

Trademark "INDUSTRO-SEP" Reg. No. 2,056,932

Trademark [Graphic of "W"] Reg. No. 2,023,680

Website and URL name wws@dectanet.com

Website and URL name worldwatersystems.com

URL www.wwsinc.com

All Intellectual Property listed on Schedule 4.9(f) of the Agreement is incorporated in full herein.