FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

04-03-2000



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Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment Effective Date			
Correction of PTO Error Reel # Frame #	Merger Month Day Year			
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Conversion Ports	Mark if additional names of conveying parties attached Execution Date			
Name Waterbury Companies, Inc.	Month Day Year			
Formerly				
Individual General Partnership	Limited Partnership X Corporation Association			
Other				
X Citizenship/State of Incorporation/Organizati	on Delaware			
Receiving Party	Mark if additional names of receiving parties attached			
Name OGS Technologies, Inc.				
DBA/AKA/TA				
Composed of				
Address (line 1) 64 Avenue of Industry				
Address (line 2)				
Address (line 3) Waterbury City	CT/USA 06705 State/Country Zip Code			
Individual General Partnership	Limited Partnership If document to be recorded is an assignment and the receiving party is			
Corporation	not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate			
Citizenship/State of Incorporation/Organization	document from Assignment.) on Connecticut			
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Mail documents to be provided with assignment and appropriate to be provided with assignment and appropriate to be provided with assignment.

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

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Correspond	lent Name and Address	Area Code and Te	lephone Number (2	03) 575-2629	
Name	Arthur G. Schaier				
Address (line 1)	Carmody & Torrance	LLP			
Address (line 2)	50 Leavenworth Stre	et			
Address (line 3)	P.O. Box 1110				
Address (line 4)	Waterbury, CT 0672	1-1110			
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Arthur G. Schaier

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

Name of Person Signing

Statement and Signature

Signature

Authorization to charge additional fees:

Date Signed

No

X

ASSIGNMENT OF TRADEMARKS

WHEREAS, <u>WATERBURY COMPANIES</u>, <u>INC</u>, a Delaware corporation having offices at 32 Mattatuck Heights, Waterbury, Connecticut ("WCI"), has adopted, used and is using the trademarks (the "Marks") identified on <u>Schedule A</u> hereto, and is the owner of the registrations of and pending registration applications for such Marks as respectively registered or pending in the United States Patent and Trademark Office as identified on said <u>Annex</u>; and

WHEREAS, <u>OGS CORPORATION</u>, a Connecticut corporation having offices at 64 Avenue of Industry, Waterbury, Connecticut ("OGS"), is desirous of acquiring the Marks and the registrations thereof and registration applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, WCI does hereby assign, sell and transfer unto OGS all right, title and interest in and to the Marks, together with (i) the registrations of and registration applications for the Marks and (ii) the goodwill of the business symbolized by and associated with the Marks and the registrations thereof.

This Assignment of Trademarks is intended to and shall take effect as a sealed instrument at such time as OGS shall complete this instrument by signing its acceptance of this Assignment of Trademarks below.

IN WITNESS WHEREOF, WCI, by its duly authorized representative, has executed this assignment, as an instrument under seal, on this 21st day of January 2000.

WATERBURY COMPANIES, INC.

Carl D. Contadini

Its President

 $\{W1122900\}$

TRADEMARK REEL: 002042 FRAME: 0226

STATE OF CONNECTICUT)) ss: Waterbury	January 21, 2000
COUNTY OF NEW HAVEN)	

On this the 21st day of January, 2000, before me appeared Carl D. Contadini, the person who signed this instrument, who acknowledged that he is the President of Waterbury Companies, Inc., a Delaware corporation, and that being duly authorized he signed such instrument as a free act on behalf of Waterbury Companies, Inc.

Commissioner of the Superior Court

The foregoing assignment of the Marks and the registrations thereof and registration applications therefor by WCI to OGS is hereby accepted as of the 21st day of January, 2000.

OGS TECHNOLOGIES, INC.

Date:

1/21/2000

SCHEDULE A

<u>Trademark</u> Snap Tuit	United States Registration/Serial No. to be filed	PTO Registration or Filing Date
Brass 'n Snappy	to be filed	
Superior Quality:	75/484,270	5/13/98
WWWW	75/479,923	5/5/98

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RECORDED: 02/23/2000

TRADEMARK REEL: 002042 FRAME: 0228