

ASSIGNMENT OF NUPIPE TRADEMARKS

This Assignment of NuPipe Trademarks is effective as of the 31st day of March, 1999, from Insituform Technologies, Inc., a corporation organized under the laws of Delaware, having its principal place of business at 702 Spirit 40 Park Drive, Chesterfield, Missouri 63005 and formerly at 1770 Kirby Parkway, Memphis, Tennessee 38138 and 3315 Democrat Road, Memphis, Tennessee 38118 (hereinafter referred to as "ITI"), to INA Acquisition Corp., a corporation organized under the laws of Delaware, having a place of business at 913 North Market Street - Suite 424, Wilmington, Delaware 19801-3052.

WHEREAS, INA Acquisition Corp. is a wholly owned subsidiary of ITI, and ITI and INA are parties to a plan whereby INA Acquisition Corp. is to become the owner of certain intellectual property formerly owned by NuPipe, Inc., an Oregon corporation merged into ITI effective March 3, 1999, including all the NuPipe trademarks identified in the annexed NUPIPE TRADEMARK SCHEDULE A of ITI effective March 31, 1999; and

WHEREAS, ITI is the owner of the trademarks and identified in the annexed NUPIPE TRADEMARK SCHEDULE A by virtue of an Assignment from NuPipe, Inc. of even date herewith; and the parties are desirous of recording the transfer of all of the right, title and interest of ITI in, to and under the trademarks and registrations identified in the annexed NUPIPE TRADEMARK SCHEDULE A from ITI to INA Acquisition Corp., such assignment being made immediately following the merger of NuPipe, Inc. into ITI on March 31, 1999.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration paid by INA Acquisition Corp. to ITI, the sufficiency and receipt of which is hereby acknowledged, and the mutual representations, warranties and covenants hereinafter set forth, the parties hereby agree as follows.

ITI hereby transfers and assigns to INA Acquisition Corp., by these presents does sell, assign and transfer to INA Acquisition Corp., its successors and assignees, all right, title and interest in and to the trademarks and NuPipe Trademark Registrations identified in the annexed NUPIPE TRADEMARK SCHEDULE A for NuPipe together with that part of the goodwill of

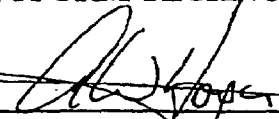
ITI's business connected with the use of and symbolized by the trademarks and including the right to sue for past infringements; and

ITI further authorizes and requests the official whose duty it is to record ownership of trademark and service mark registrations to record ownership of the United States registration identified in the annexed NUPIPE TRADEMARK SCHEDULE A as the property of INA Acquisition Corp.; and

ITI further covenants and agrees that it will communicate to the INA Acquisition Corp., its successors, legal representatives and assigns, any facts known to it respecting the trademarks, and testify in any legal proceeding, sign all lawful papers, make all rightful oaths and generally do everything possible to aid INA Acquisition Corp., its successors, legal representatives and assigns, to obtain and enforce proper trademark protection in all countries.

IN WITNESS WHEREOF, ITI has subscribed hereto, this 26th day of May, 1999.

INSITUFORM TECHNOLOGIES, INC.

By: 
Anthony W. Hooper
Chairman, Chief Executive Officer
and President

NUPIPE TRADEMARK SCHEDULE A

MIW/TEMP/20108/77/359468.1

Insituform Technologies, Inc.

NuPipe Trademarks

Mark and Class	Proprietor	Registration #	Agent of Record
Australia NuPipe - 17 NuPipe - 37	NuPipe Inc NuPipe Inc	B521693 B521694	Watermark Watermark
Austria NuPipe - 17, 37	NuPipe Inc	130313	Blum Kaplan
Benelux (Belgium, Netherlands, Luxembourg) NuPipe - 13, 37	NuPipe Inc	471839	Bureau Gevers
Canada NuPipe	NuPipe Inc	429264	Shapiro Cohen Andrews Finlayson
Denmark NuPipe - 17, 37	NuPipe Inc	VR02.425 1991	Hofman-Bang & Boutard
Finland NuPipe - 17, 37	NuPipe Inc	114314	Oy Kolster
Germany NuPipe - 17, 37	NuPipe Inc	2905682	Weickmann
Greece NuPipe	NuPipe Inc	97.595	Theodorides

Insituform Technologies, Inc.

NuPipe Trademarks

Mark and Class	Proprietor	Registration #	Agent of Record
Hungary NuPipe - 17, 37	NuPipe Inc	129213	
Ireland NuPipe - 17	NuPipe Inc	137653	
Japan NuPipe - 34 NuPipe - 37	NuPipe Inc NuPipe Inc	2,597,540 3,001,699	Shimada Shimada
Malaysia NuPipe - 17	NuPipe Inc	89/06801	
Mexico NuPipe - 17 NuPipe - 37	NuPipe Inc NuPipe Inc	388883 388884	Salgado Salgado
Norway NuPipe - 17, 37	NuPipe Inc	148933	
Oman NuPipe - 17 NuPipe - 37	NuPipe Inc. NuPipe Inc.	App 15850 App 15851	Cowan Liebowitz & Latman Cowan Liebowitz & Latman

Insituform Technologies, Inc.

NuPipe Trademarks

Mark and Class	Proprietor	Registration #	Agent of Record
Portugal			
NuPipe - 17	NuPipe Inc	259495	
NuPipe - 37	NuPipe Inc	259496	
Qatar			
NuPipe - 17	NuPipe Inc.	App 16807	Cowan Liebowitz & Latman
NuPipe - 37	NuPipe Inc.	App 16808	Cowan Liebowitz & Latman
Russian Federation			
NuPipe - 17, 37	NuPipe Inc	89972	
South Korea			
NuPipe - 24	NuPipe Inc	203328	Lee International
NuPipe - 105	NuPipe Inc	12752	Lee International
Sweden			
NuPipe - 17, 37	NuPipe Inc	241200	
Switzerland			
NuPipe - 17	NuPipe Inc	377747	
USA			
NuPipe - 17	NuPipe Inc	1,587,812	Cowan Liebowitz & Latman
NuPipe - 37	NuPipe Inc	1,613,254	Cowan Liebowitz & Latman