## 04-14-2000



U.S. Department of Commerce

1864	Patent and Trademark Office
1013193	
To the Honorable Commissioner of Patents and Trademarks: Please	record the attached original documents or copy thereof.
1. Name of conveying harty (ies):	2. Name and Address of receiving party(ies)
INSITUFORM TECHNOLOGIES, INC.	Name: INA ACQUISITION CORP.
Individual(s) Association General Partnership Limited Partnership X Corporation-StateDelaware Other Additional name(s) of conveying party(ies) attached? Yes X No	Address: 913 North Market Street Suite 424 Wilmington, Delaware 19801
3. Nature of conveyance:  X Assignment Merger  Security Agreement Change of Name	Individual(s) citizenship Association General Partnership Limited Partnership
Other	X Corporation-State Delaware
Execution Date: May 26, 1999	Other
	If assignee is not domiciled in the United States, a domestic representative designation is attached:Yes _XNo (Designations must be a separate document from assignment) Additional name(s) & address(es) attached?Yes _XNo
4. Application number(s) or registration number(s):	
A. Trademark Application No.(s)  Additional numbers attached?	B. Trademark Registration No.(s) 1587812 Yes _X No 1613254
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved: 2
Cowan, Liebowitz & Latman, P.C. 1133 Avenue of the Americas New York, NY 10036-6799	
Attention: Anna Kraske, Esq.	7. Total fee (37 CFR 3.41) \$ 65.00^  X Enclosed X Any deficiency is authorized to be charged to Deposit Account No. 03-3415.
	8. Deposit Account No. <u>03-3415</u>
A DO NOTIVO	(Attach duplicate copy of this page if paying by deposit account)
DO NOT USE TI	HIS STACE
9. Statement and signature.  To the best of my knowledge and belief, the foregoing information original document.	is true and correct and any attached copy is a true copy of the
Anna Kraske	March 3, 2000
Name of Person Signing	Date
Total number of pages including cover she	et, attachments, and document: 8

Mail to: U.S.Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

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## **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

MIW/TEMP/20108/77/359474.1

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 264 day of May, 1999.

INSITUFORM TECHNOLOGIES, INC.

3v:

Anthony W. Hooper

Chairman, Chief Executive Officer

and President

## <u>ACKNOWLEDGEMENT</u>

STATE OF MISSOURI

: ss

**COUNTY OF CHESTERFIELD** 

On this 2 h day of May, 1999, before me a notary public, appeared Anthony W. Hooper, known to me to be the person who signed the foregoing ASSIGNMENT OF NUPIPE TRADEMARKS and acknowledged that he executed the same pursuant to direction of the Board of Directors of Insituform Technologies, Inc.

Notary Public

ROBERT L. KELLEY

Notary Public -- State of Missouri

County of St. Louis

My Commission Expires 01/07/2003

NUPIPE TRADEMARK SCHEDULE A

Insituform Technologies, Inc.	s, 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	erlands, Luxembourg) 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

Prepared by Zainab S. Inshirah

Insituform Technologies, Inc.	ogies, Inc.		
NuPipe Trademarks	<b>10</b>		
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	Salgado Salgado
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

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

Insitutorm Technologies, Inc.

NuPipe Trademarks

RECORDED: 03/03/2000