

6-26-00

07-27-2000

Form PTO-1594 (Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)



**COVER SHEET ONLY** U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner **101416860** e record the attached original documents or copy the

1. Name of conveying party(ies):  
CustomTracks Corporation  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State Texas  
 Other \_\_\_\_\_

2. Name and address of receiving party(ies):  
Name: Johnson Controls, Inc.  
Internal Address: \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

Street Address: 5757 North Green Bay Avenue

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
Execution Date: March 22, 1999

City: Milwaukee State: Wisconsin Zip: 53209  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporate-State Wisconsin  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
(None)  
B. Trademark Registration No.(s)  
2,166,119 2,105,161  
Additional numbers attached?  Yes  No

6. Total number of applications and registrations involved: 2

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Cheryl M. Smukowski  
Internal Address: \_\_\_\_\_

7. Total Fee (37 CFR 3.41) .....\$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

Street Address: Quarles & Brady  
411 East Wisconsin Avenue  
City: Milwaukee State: Wisconsin Zip: 53202

8. Deposit account number  
17-0055  
(Attach duplicate copy of this page if paying by deposit account)

07/26/2000 DNGUYEN 00000236 170055 2166119  
01 FC:481 40.00 CH  
02 FC:482 25.00 CH

DO NOT USE THIS SPACE

9. 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.*  
Cheryl M. Smukowski Cheryl Smukowski June 22, 2000  
Name of person signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

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

**Confirmatory Assignment of Trademarks**

This Confirmatory Assignment of Trademarks is made as of the 22nd day of March, 1999, by CustomTracks Corporation, a Texas corporation with its principal place of business at One Galleria Tower, 13355 Noel Road, Suite 1555, Dallas, Texas 75240-6604 (the "Seller"), and Johnson Controls, Inc., a Wisconsin corporation with its principal place of business at 5757 North Green Bay Avenue, Greendale, Wisconsin 53209 ("Buyer").

WHEREAS, as of December 4, 1998, the Seller was the owner of the trademarks, and the registrations and/or applications for registration therefor (shown on the attached Exhibit 1), and the business and good will of the business in connection therewith.

AND WHEREAS, as of December 4, 1998, Buyer wished to acquire said trademarks, the registrations and/or applications for registration therefor, and the business and good will of the business in connection therewith.

NOW, THEREFORE, as of December 4, 1998, the Seller, for and in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, did sell, assign and transfer, and does hereby sell, assign, and transfer nunc pro tunc to Buyer, and the Buyer does hereby accept the sale, assignment and transfer by Seller, of Seller's entire right, title and interest in and to said trademarks, the registrations and/or applications for registration therefor, and the good will of the business in connection therewith, along with Seller's entire right, title and interest in and to any and all claims and demands it may have, at law or in equity, for past infringement of said trademarks.

This Confirmatory Assignment of Trademarks is made pursuant to that Stock Purchase Agreement between Johnson Controls, Inc. and CustomTracks Corporation, dated as of November 9, 1998.

IN WITNESS WHEREOF, the Seller has caused this Confirmatory Assignment of Trademarks to be executed and sealed by its duly authorized officer as of the date first written above.

CustomTracks Corporation

By:

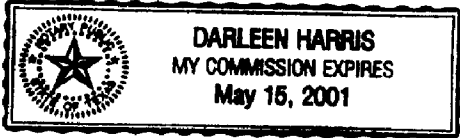
Ronald A. Woessner  
 Name: Ronald A. Woessner  
 Title: Vice President

STATE OF TEXAS )  
 )  
DALLAS COUNTY )

Personally came before me this 22nd day of March, 1999,  
the above named individual, to me known to be the person who executed  
the foregoing instrument and acknowledged the same.

Darleen Harris  
Notary Public, State of Texas  
My Commission expires: 5-15-2001

(SEAL)



**Exhibit 1 to the  
Confirmatory Assignment of Trademarks**

<b>Mark</b>	<b>Reg. No.</b>	<b>Issue Date</b>
BADGEMASTER	2,166,919	11/25/97
CARDKEY	2,098,551	09/23/97
CARDKEY	2,074,877	07/01/97
C CARDKEY & Design	1,342,260	06/18/85
C & Design	1,342,261	06/18/85
INTERROGATOR 770	1,261,500	12/20/83
INTERROGATOR 790	1,261,503	12/20/83
INTERROGATOR I	1,262,232	12/27/83
INTERROGATOR II	1,261,498	12/20/83
INTERROGATOR III	1,261,499	12/20/83
LEGACY	1,846,136	07/19/94
PASS	1,223,975	01/18/83
PEGASYS	1,899,623	06/13/95
PEGAVISION	2,105,261	10/14/97
SECURITI-CARD	1,043,995	07/20/76
TLS & Design	1,195,045	05/11/82

Conveying Party: CustomTracks Corporation  
Receiving Party: Johnson Controls, Inc.  
Re: Assignment (Confirmatory Assignment of Trademarks)

Schedule of Trademarks

<u>Reg. No.</u>	<u>Mark</u>	<u>Reg. Date</u>
2,166,119	BADGEMASTER	11/25/97
2,098,551	CARDKEY	09/23/97
2,074,877	CARDKEY	07/01/97
1,342,260	C CARDKEY & Design	06/18/85
1,342,261	C & Design	06/18/85
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1,261,498	INTERROGATOR II	12/20/83
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