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FORM PTO-1594

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

11/02/00

COMMERCE
Office

To the Commissioner of Patents and Trademarks : Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Watergroup, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Nebraska <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <hr/> <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: February 18, 2000</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: United States Filter Corporation Street Address: 40-004 Cook Street Palm Desert, CA 92211</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Delaware _____ <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> yes <input type="checkbox"/> no (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) 1,860,838</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence Concerning document should be mailed:</p> <p>Name: Peter C. Lando Address: WOLF, GREENFIELD & SACKS, P.C. Federal Reserve Plaza 600 Atlantic Avenue Boston, MA 02210</p>	<p>6. Total number of applications and registrations involved:..... [1]</p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account The Commissioner is authorized to charge: Deposit Account No: 500214</p>
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11/15/2000 **AMMED1 00000068 500214 1860838** DO NOT USE THIS SPACE
01 **FC:481 40.00 CH**

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.

Peter C. Lando October 31, 2000
Name Signature Date

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

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

ASSIGNMENT

WHEREAS, WaterGroup Inc. a corporation of the State of Nebraska having an office and place of business at 580 Park Street, Regina, Saskatchewan, S4N 5A9 Canada is the owner of the entire right, title and interest to the trademarks identified or set forth in the Schedule attached hereto;

WHEREAS, United States Filter Corporation, having an office and place of business at 40-004 Cook Street, Palm Desert, California 92211 is desirous of acquiring said trademarks thereof.

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged, WaterGroup Inc., without representations or warranties with respect to said copyrights and the registrations or the title thereto, does hereby assign unto the said United States Filter Corporation, all its rights, title and interest in and to the said trademarks therefore, together with the goodwill of the business symbolized by said trademarks therefor and including all rights to sue and recover for past infringement of said trademarks therefor.

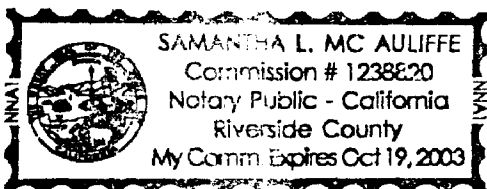
WATERGROUP INC.

18 February 2000
Date

By [Signature]
Name: Stephen P. Stanczak
Title: Vice President & Assistant Secretary

State of California
County of Riverside

Subscribed to and sworn before me this 18th day of February, 2000.



[Signature]
Notary Public
My Commission Expires:

UNITED STATES FILTER CORPORATION

21 February 2000
Date

By [Signature]
Name: JoAnna S. Riedy
Title: Attorney-in-Fact for Stephen P. Stanczak
Executive Vice President

Commonwealth of Massachusetts
County of Middlesex

Subscribed to and sworn before me this 21st day of February, 2000.

[Signature]
Notary Public
My Commission Expires: 4-14-06

**“SCHEDULE A”
TRADEMARKS**

MARK	COUNTRY	SERIAL NO.	FILING DATE	REGISTRATION NO.	REGISTRATION DATE
AQUA FLO	US	74/227,881	December 6, 1991	1856680	October 4, 1994
AQUA SOFT	US	236203	October 22, 1979	1172147	October 6, 1981
P&S AND DESIGN					
AQUAFINE	Canada	591380	September 9, 1987	385365	June 7, 1991
AND DESIGN					
AQUAFINE	Canada	0348457	December 6, 1971	188664	February 16, 1973
AND DESIGN					
AQUASOFT	Canada	0681456	May 6, 1991	407440	January 29, 1993
CANADIAN	Canada	0615730	September 26, 1988	TMA364554	January 19, 1990
AQUA					
CITATION	Canada	0358665	November 3, 1972	191551	June 1, 1973
CLASSIC	Canada	1023748	July 27, 1999		
WATER					
DURO	Canada			040453	August 24, 1991
DURO	US	75/674,146	April 5, 1999		
DURO AIR	Canada	0605369	April 21, 1988	377900	January 11, 1991
AND DESIGN					
DURO P&S	US	609075	July 14, 1986	1437916	April 28, 1987
DESIGN					

“SCHEDULE A”

TRADEMARKS Con't

MARK	COUNTRY	SERIAL NO.	FILING DATE	REGISTRATION NO.	REGISTRATION DATE
DUROFLO	Canada	605362	April 12, 1988	377899	January 11, 1991
ELITE	Canada	824851	October 2, 1996	488696	January 29, 1998
HEATLTHFUL	Canada	591379	September 9, 1987	365156	February 9, 1990
WATER PURE AND SIMPLE					
LOGIC	US	74/227,880	December 6, 1991	1823671	February 22, 1994
LOGIC	Canada	849576	July 2, 1997	500106	September 4, 1998
METERMATIC	Canada	656514	May 3, 1990	387840	August 16, 1991
MICROGUARD	Canada	618453	November 3, 1988	369252	June 8, 1990
NOVATEK	US	74/404783	June 23, 1993	1917791	September 12, 1995
PURETEC	Canada	882518	June 25, 1998		
PURELITE	Canada	618338	November 2, 1988	369700	June 22, 1990
RUTH BERRY	US	74/404,781	June 23, 1993	1860838	November 1, 1994
AND DESIGN					
RUTH BERRY	US	579342	January 24, 1986	1437909	April 28, 1987
P&S AND DESIGN					
SENSIMATIC	Canada	452737	April 22, 1980	254981	January 16, 1981
SPRINGPURE	Canada	591382	September 9, 1987	350190	January 20, 1989
TRU-	Canada	605360	April 21, 1988	378253	January 18, 1991
PERFORMANCE AND DESIGN					

"SCHEDULE A"

TRADEMARKS Con't

MARK	COUNTRY	SERIAL NO.	FILING DATE	REGISTRATION NO.	REGISTRATION DATE
WATER CONDITIONING	Canada	350937	August 17, 1973	193335	August 17, 1973
WATERGROUP	Canada	635751	Juky 7, 1989	421759	January 7, 1994