

12-06-2000



101541808

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

11-14-00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

Conveyance Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

12/05/2000 MTHA11 00000272 75622146

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002188 FRAME: 0534

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

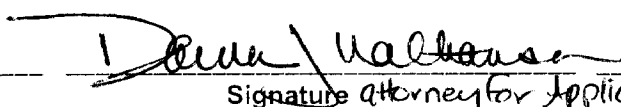
Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Daina J. Nathanson

Name of Person Signing

 11/9/00

Signature attorney for Applicant Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

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DBA/AKA/TA

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Trademark Application Number(s)

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Registration Number(s)

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ASSIGNMENT OF INTANGIBLE ASSETS AND CONTRACT RIGHTS

WHEREAS, P.I.D., Inc. ("P.I.D.") has agreed to sell all of its assets to INDUSTRIAL CONTROLS DISTRIBUTORS INC. ("ICD"); and

WHEREAS, an asset of which is a value to ICD is the use of the name P.I.D., Inc.; and

WHEREAS, P.I.D., Inc. has agreed to transfer certain contractual and distributorship rights to ICD;

NOW THEREFORE, in consideration of the premises and of the mutual covenants herein set forth and for other good and valuable consideration, the receipt of which is acknowledged, it is agreed:

- 1. P.I.D. hereby sells, assigns, and transfers to ICD any and all of P.I.D.'s right, title and interest in all rights of P.I.D. to telephone numbers, advertising, trade names, trademarks and service marks used by P.I.D. in connection with its business including but not limited to "PID" and all contract rights and distributorship agreements and all goodwill associated therewith, being the "Intangible Assets" indicated in the Purchase and Sale Agreement, ¶ I.1.2(b), of even date.

IN WITNESS WHEREOF, John Murray, President of P.I.D., Inc. has executed this agreement this 30th day of April, 1999.

P.I.D., Inc.

René J. La Comb

Witness

By: *John Murray*

John Murray, Its President

RENE J. LA COMB
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 6/30/2003