

U.S. DEPARTMENT OF COMMERCE
 RECORDATION FORM COVER SHEET Patent and Trademark Office
TRADEMARKS ONLY

01-30-2001



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of.

To the Honorable Commissioner of Patents and Trademarks. Please record th

1. Name of conveying party(ies): 1.17.01
 DRESSER INDUSTRIES, INC.
 2601 Beltline Road
 Carrollton, TX 75006

2. Name and address of receiving party(ies):
 DRESSER EQUIPMENT GROUP, INC.
 2601 Beltline Road
 Carrollton, Texas 75006

U.S. Patent & TMO/TM Mail Report #01

<input type="checkbox"/> Individual(s)	<input type="checkbox"/> Association	<input type="checkbox"/> Individual	<input type="checkbox"/> Association
<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership
<input checked="" type="checkbox"/> Corporation-State Delaware		<input checked="" type="checkbox"/> Corporation-State Delaware	
<input type="checkbox"/> Other		<input type="checkbox"/> Other	
		<input type="checkbox"/> Citizenship	

3. Nature of Conveyance:

<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> Change of Name	If not domiciled in the United States, a domestic representative designation is attached:
<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Merger	
<input type="checkbox"/> Other		

Yes
 No

Execution Date: December 21, 2000

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	710549
	970695
	153840

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Carolyn Sue Waldo
 Internal Address: Dresser Equipment Group, Inc.
 1-B-121
 Street Address: 2601 Beltline Road
 City: Carrollton
 State: TX Zip: 75006

6. Number of applications and registrations involved: 3

7. Amount of fee enclosed or authorized to be charged: \$Required Fees

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account): 08-0300

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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.

Carolyn Sue Waldo
 Name of Person Signing
 Total number of pages including cover sheet: 3
 Signature: Carolyn Sue Waldo Date: 1-5-01

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

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Mail documents to be recorded with required cover sheet information:
 Commissioner of Patent and Trademarks
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 Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

TRADEMARK ASSIGNMENT

WHEREAS, DRESSER INDUSTRIES, INC., a corporation of the State of Delaware, with an address at 2001 Ross Avenue, Dallas, Texas 75201 (hereinafter called "ASSIGNOR") is the owner, by assignment or agreement, of all right, title and interest in and to the United States and Trademark Registrations listed below (hereinafter referred to as "TRADEMARKS"):

Trademark	Reg. No.	Reg. Date
ROOTS	710549	January 31, 1961
ROOTS	970695	October 16, 1973
ROOTS & DESIGN	153840	March 28, 1922

WHEREAS, DRESSER EQUIPMENT GROUP, INC., a corporation of the State of Delaware, having a place of business at 2601 Beltline Road, Carrollton, Texas 75006 (hereinafter called "ASSIGNEE"), is desirous of acquiring the ASSIGNOR's entire right, title and interest in and to said TRADEMARKS and the goodwill connected therewith.

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby Sell, Assign, and Transfer to ASSIGNEE, its successors and assigns ASSIGNOR's entire worldwide right, title and interest in and to said TRADEMARKS (subject only to outstanding license agreements) together with the goodwill connected therewith, and the right to recover for past infringements of TRADEMARKS, the same to be held and enjoyed by the ASSIGNEE for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives;

ASSIGNOR hereby covenants that it has the full right to convey the interest in said TRADEMARKS herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith;

ASSIGNOR further agrees to execute and deliver, from time to time, all further instruments of conveyance, assignment and further assurances and perform all such other acts as may reasonably be required to transfer and assign all of ASSIGNOR's right, title and interest in and to and under said TRADEMARKS.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this assignment to be executed by its duly authorized officer as of this 21st day of Dec., 2000.

By: *Lester L. Coleman*

Lester L. Coleman
Sr. Vice President & Assistant Secretary
Dresser Industries, Inc.

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on this day personally appeared Lester L. Coleman, Sr. Vice President and Assistant Secretary of Dresser Industries, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 21st day of Dec., 2000.

Melba B. Scott
Notary Public

