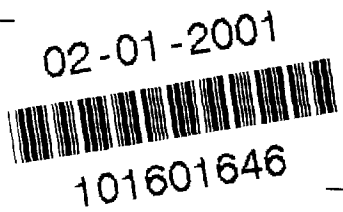
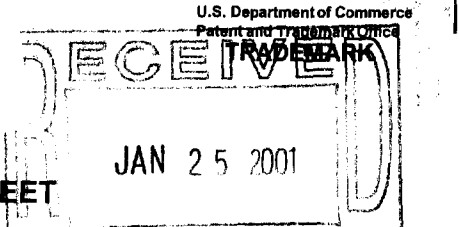


1/25/01



101601646
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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

Submission Type

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

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
06/01/98

Name The ERM Group, Inc.

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name ERM Delaware, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3411 Silverside Road

Address (line 2) _____

Address (line 3) Wilmington

Delaware

19810

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 Delaware

01/31/2001 6TOM11 00000172 1443922

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 50.00 OP

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

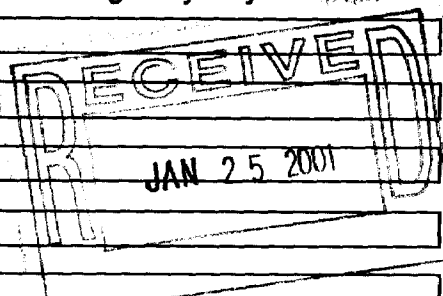
Name

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,443,922"/>	<input type="text" value="1,680,689"/>	<input type="text" value="1,868,271"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Name of Person Signing

Michael J. Nieberding, Esq.

Signature

1/19/01

Date Signed

ASSIGNMENT

WHEREAS, The ERM Group, Inc., a Pennsylvania corporation having a place of business at 855 Springdale Drive, Exton, Pennsylvania 19341 ("Assignor"), has adopted and used the trademarks, service marks and names listed on Exhibit A, which is attached hereto and made a part hereof, (the "Intellectual Property") including, without limitation, the mark "ERM" (the "Mark") which is registered in the United States Patent and Trademark Office; and

WHEREAS, Assignor is the owner of Registration No. 1,803,556 which relates to the Mark; and

WHEREAS, ERM Delaware, Inc., a Delaware corporation having a place of business at 3411 Silverside Road, Wilmington, Delaware 19810 ("Assignee"), has acquired the Intellectual Property, together with the goodwill associated therewith, effective 1 June 1998; and

WHEREAS, the parties wish to acknowledge the assignment of the Intellectual Property, including, without limitation, the Mark, and make the assignment of the Mark and all other registrations relating to the Intellectual Property filed with the U.S. Patent and Trademark Office, of record in the U.S. Patent and Trademark Office.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor assigns to Assignee effective 1 June 1998 the whole and entire right, title and interest in and to the Intellectual Property, together with the goodwill associated therewith, and all registrations relating thereto.

The ERM Group, Inc.

By: Paul H. Woodruff
Paul H. Woodruff, President

③

EXHIBIT A

Trademarks, Names and Service Marks

Description	Country	Trademark/Service Mark/Application No.	Status
ERM (logo)	USA	SM 1,803,556	Registered
ERM (logo)	USA	SM 1,147,407	Registered
ERM	USA	SM 1,489,700	Registered
THE ERM GROUP	USA	TM/SM 1,443,922	Registered
ERMETHOD	USA	SM 1,622,926	Registered
ERM-FAST	USA	SM 1,680,689	Registered
PROACT	USA	SM 1,800,262	Registered
RESOURCES	USA	SM 1,467,262	Registered
RESOURCES	USA	TM 1,868,271	Registered
PLANTEXEC	USA	TM 1,858,564	Registered
TANKNOMICS	USA	SM 1,448,913	Registered
AUDITPOWER	USA	TM 1,910,723	Registered