

04-12-2001

TRADEMARKS ONLY

Patent and Trademark Office



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

101661518

3.22.01

Bank of America NA (Agent)
555 California Street
San Francisco, CA 94104

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 2/6/01

2. Name and address of receiving party(ies):

Name: Hoffman Acquisition Corporation
d/b/a DHR International, Inc.
Internal Address: Suite 2220

Street Address: 10 South Riverside Plaza

City: Chicago State: IL ZIP: 60606

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Illinois
- 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)

B. Trademark registration No.(s)

04/11/2001 LABELER 00000194 101324 1904567

01 FC:481 40.00 CH

1,904,587

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Russell W. Pyle

Internal Address: Pyle & Piontek

Suite 850

Street Address: 221 North LaSalle Street

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40⁰⁰

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

10-1324

(Attach duplicate copy of this page if paying by deposit account)

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.

Russell W. Pyle
Name of Person Signing

Signature

3/19/01

Date

Total number of pages comprising cover sheet 1

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS ("Assignment"), is made and entered into this 6th day of February, 2001, by Bank of America, NA ("Agent"), as agent for itself and other lenders (collectively, the "Lenders") to Hoffmann Acquisition Corporation, an Illinois corporation ("Transferee").

WHEREAS, Agent, on behalf of the Lenders, has agreed to sell to Transferee all of Lenders (including any affiliates of Lenders) interests in all of its trademarks and service marks used in connection with DHR International, and any applications for foregoing, including without limitation, the registered trademarks and trademark applications recorded with the United States Patent and Trademark Office "DHR", Reg. No. 1,904,587, together with the goodwill associated therewith and the right to sue for any infringement thereof (the "Trademarks"), subject to and in accordance with the provisions of that certain Asset Purchase Agreement, dated the 6th day of February, 2001 to which Lenders are a party ("Agreement").

NOW, THEREFORE, in accordance with the Agreement and in consolidation of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent, as agent of Lenders, does hereby sell, assign, transfer and deliver to Transferee, and its successors and assigns, forever, all of Lenders' right, title and interest in and to the Trademarks.

TO HAVE AND TO HOLD all of said Trademarks unto the Transferee, its successors and assigns, for its own use and behalf forever.

IN WITNESS WHEREOF, Agent has caused this Assignment to be executed effective as of the day and year first above written.

BANK OF AMERICA, NA, as agent

By: M. Dunlan M. Duffie

Name: M. DUNLAN MCDUFFIE

Title: MANAGING DIRECTOR