

ASSIGNMENT

WHEREAS, Environmental Science & Engineering, Inc., a Delaware corporation, with offices in Peoria, Illinois ("ASSIGNOR") is the owner of the service mark registrations for the mark ESE, Registration Nos. 1,361,053, and 2,045,453, and ESE and Design, Registration No. 2,035,010, together with the goodwill of the business represented and symbolized by the service marks; and

WHEREAS, ASSIGNOR has intended to use the trademark TEMS in class 9 in commerce and has filed an application, now assigned Serial No. 75/593,335, indicating that intention, but has not yet filed an allegation of use under §§ 1(c) or 1(d) of the Lanham Act, and whereas ASSIGNOR is assigning the trademark in the above identified application as part of the entire business or portion thereof to which the trademark pertains as required by 15 U.S.C. § 1060; and

WHEREAS, MACTEC, Inc., a Colorado corporation, with offices in Golden, Colorado, is desirous of acquiring the entire right, title and interest of the ASSIGNOR in and to said service mark registrations, and the accompanying goodwill of the business represented and symbolized by the service marks; and whereas MACTEC is the successor of the ongoing and existing business, or portion thereof, to which the trademark TEMS pertains, is desirous of acquiring said trademark and the pending intent-to-use application therefor, along with the goodwill and that portion of the business associated with the trademark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, transfer, and convey to MACTEC its entire right, title and interest in and to the ESE and ESE and Design service marks and to the TEMS trademark, all common law rights, the registrations for said service marks and application for said trademark, together with the accompanying goodwill of the business represented and symbolized by said service marks and trademark, and that portion of the business represented and symbolized by said trademark, and the right to register, renew, protect and defend said service marks and trademark and to sue for past infringements of said service marks and trademark; and

The ASSIGNOR agrees to cooperate with MACTEC for it to record this Assignment in the United States Patent & Trademark Office.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be duly executed by an authorized officer on this 20th day of November, 2000.

Environmental Science and Engineering, Inc.

By:



Name: Nicholas J. Kravitz

Title: Assistant Secretary

sf-1003231

TRADEMARK

REEL: 002301 FRAME: 0254

RECORDED: 05/21/2001