

ASSIGNMENT OF FEDERAL INTENT-TO-USE APPLICATION

WHEREAS, Mitchell International, Inc. ("Assignor"), a Delaware corporation, having a place of business at 9889 Willow Creek Road, San Diego, CA 92131, intended to use the mark **INTEGRI** in commerce and filed an application on August 19, 1999, now assigned Serial No. 75/778,972, with the United States Patent and Trademark Office under Section 1(b) of the Trademark Act, indicating that intention, and had filed a Statement of Use under Section 1(d) of the Trademark Act on October 13, 2000, and

WHEREAS, E.H. Boeckh Company, LLC ("Assignee"), a Delaware limited liability company, having a place of business at 228 South Calhoun Road, New Berlin, WI 53151, was desirous of acquiring said trademark and the pending intent-to-use application therefor;

WHEREAS, Assignor and Assignee entered into an Asset Purchase Agreement dated February 9, 2001 providing for the transfer of the trademark in the aforementioned application to Assignee; and substantially all of the business or the portion thereof to which the mark pertains, as required by 15 U.S.C. Section 1060; and

WHEREAS, Assignor and Assignee desire to have a recordable document evidencing such transfer;

NOW, THEREFOR, in consideration of the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms that it previously transferred to Assignee all right, title and interest in the United States in and to said trademark and said application together with all common law rights and the goodwill of the business symbolized by said trademark and registration thereof.

Signed at San Diego, CA, this 19th day of June, 2001.

Mitchell International, Inc.

Robin R. Pruitt

Robin R. Pruitt, Esq.

Vice President, Legal and General Counsel

STATE OF California

COUNTY OF San Diego ss.

On 6/19, 2001, before me, the undersigned Notary Public, personally appeared Robin Pruitt

personally known to me
or
 proved to me on the basis of satisfactory evidence to be

the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



Catherine Lyndon

(S E A L)

TRADEMARK

RECORDED: 06/25/2001

REEL: 002322 FRAME: 0115