

08-16-2001

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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101813789

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
RTRON, Inc. *08/10/01*
4855 Alpine Drive
Stafford, Texas 77477

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

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

2. Name and address of receiving party(ies)
Name: RTRON, LTD.
Internal
Address: _____

Street Address: 4855 Alpine Drive
City: Stafford State: Texas Zip: 77477

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):
2,347,026
A. Trademark Application No.(s)

Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Peter Workin
Internal Address: _____

Street Address: 7500 San Felipe, Suite 777

City: Houston State: Texas Zip: 77063

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(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.

PETER WORKIN _____ August 6, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

08/15/2001 LMUELLER 00000248 2347026

01 FC:481

40.00 DP

TRADEMARK
REEL: 002348 FRAME: 0725

Trademark Registration Date: May 2, 2000

ASSIGNMENT OF TRADEMARK

WHEREAS, RTRON, Inc., a Texas corporation, whose business address is located as set forth below (hereinafter referred to as the "Assignor") has used the mark (hereinafter referred to the "said mark"), registered in the United States Patent and Trademark Office as set forth on the attached Exhibit "A"; and

WHEREAS, RTRON, Ltd., a Texas limited partnership (hereinafter referred to as "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the said mark and the registration therefor, together with the good will of the business in connection with which the said mark is used and which is symbolized by the said mark, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said mark and the registration therefor, together with the goodwill of the business in connection with which the said mark is used and which is symbolized by the said mark, along with the right to recover for damages and profits for past infringements thereof;

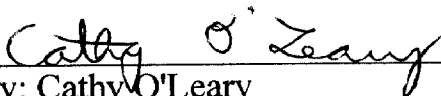
Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all of Assignor's rights, title and interest in and to the said mark in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

EXECUTED the 31 day of July, 2001.

ASSIGNOR:

RTRON, INC.

[Corporate Seal]


By: Cathy O'Leary
Title: President
Address: 4855 Alpine Drive
Stafford, Texas 77477

THE STATE OF TEXAS ⊃

On this 31 day of July, 2001, before me personally came Cathy O'Leary, who being by me duly sworn did depose and say that she is the President RTRON, Inc., the corporation described in the foregoing Assignment and which executed the foregoing instrument; that she knows the corporate seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by the order of the Board of Directors of said corporation, and that she signed his name thereto by like order.

Carole Terrando

NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

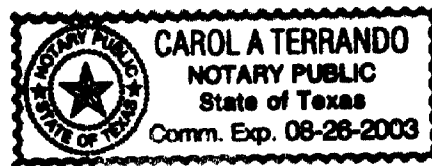


EXHIBIT "A"

RTRON

Trademark Registration Number: 2,347,026

Trademark Registration Date: May 2, 2000

ASSIGNMENT TRADEMARK.DOC [RTRO]

RECORDED: 08/10/2001

TRADEMARK

REEL: 002348 FRAME: 0728