



102059367

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

1. Name of conveying party(ies): 4-8-02
RANDELL MANUFACTURING, INC.

- 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: 11/1/01

2. Name and address of receiving party(ies)
Name: DELAWARE CAPITAL FORMATION, INC.

Internal Address:
Street Address: 1403 FOULK ROAD, STE. 102
City: WILMINGTON State: DE Zip: 19803-2755

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

1,292,102 2,034,867
1,956,490 2,094,591

Additional number(s) attached Yes No

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

Name: LINDA D. DAMMANN

Internal Address: KOLEY JESSEN P.C.,

A LIMITED LIABILITY ORGANIZATION

Street Address: ONE PACIFIC PLACE, STE. 800

1125 S. 103RD STREET

City: OMAHA State: NE Zip: 68124

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0774

(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.

LINDA D. DAMMANN
Name of Person Signing

Linda D. Dammann
Signature

11/27/02
Date

Total number of pages including cover sheet, attachments, and document: 3

04/18/2002 LNUELLER 00000010 1292102

01 FC:481
02 FC:482

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

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made and entered into effective November 1, 2001, by RANDELL MANUFACTURING, INC., a Delaware corporation ("Assignor"), in favor of DELAWARE CAPITAL FORMATION, INC., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of the trademarks listed on Exhibit "A" attached hereto (the "Trademarks"), and

WHEREAS, Assignee is desirous of acquiring the entire right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, the registrations therefor, and all claims for damages arising out of or relating to past or continuing infringements thereof, if any, with the right to sue for and collect such damages.

Assignor hereby covenants that it has full right, power and authority and has been duly authorized to convey the right, title and interest herein assigned, and that it has not and will not execute any agreement in conflict herewith. Assignor further covenants that, when requested, it will, without charge to Assignee, execute all documents and take all such further actions as may be necessary, desirable or convenient to enable Assignee to obtain, maintain and enforce its rights and interest in and to the Trademarks in any and all countries.

RANDELL MANUFACTURING, INC.
Assignor

By  _____

Title President

EXHIBIT "A"

TRADEMARKS OWNED BY RANDELL MANUFACTURING, INC.

MARK	REG. NO.	REG. DATE
RANDELL	1,292,102	8/28/84
RANDELL AIR SYSTEMS & DESIGN	1,956,490	2/13/96
RANDELL AIR SYSTEMS	2,034,867	2/4/97
POWER BAKE	2,094,591	9/9/97

174485.2

RECORDED: 04/08/2002

TRADEMARK
REEL: 002485 FRAME: 0915