



To the Honorable Commissioner

102098603

ached original documents or copy thereof.

1. Name of conveying party(ies):

Alstom Industrie SA

- Individual(s)
- General Partnership
- Corporation -
- Other - France Societe Anonyme
- Association
- Limited Partnership

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

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

Alstom Technologies
25 Avenue Kleber
75116 Paris, FRANCE

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other - France Societe Anonyme

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
- Security Agreement
- Other
- Merger
- Change of Name

Effective Date: December 20, 2000

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/846,324

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550
kuhn@hugheshubbard.com

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 No.: 08-3264

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.

Name of Person Signing

Perla M. Kuhn
Perla M. Kuhn

April 23, 2002

Date

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

Mail documents to be recorded with required cover sheet information to:
U.S. Patent and Trademark Office, Office of Public Records
Crystal Gateway 4, Room 335, Arlington, VA 22202

CERTIFICATE OF MAILING

Express Mail Certificate No.: EJ876873685U

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an Express Mail envelope addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Arlington, VA 22202, on May 21, 2002 (Date of Deposit).

Elaine S. Parker

Signature

5/21/2002
Date of Signature

05/22/2002 DBYRNE 00000231 75846324

01 FC:481

40.00 DP

IN THE UNITED STATES PATENT AND TRADEMARKS OFFICE

In the Matter of Trademark Application :

Registrant : ALSTOM TECHNOLOGIES
Serial N° : 75/846,324
Filed : November 10, 1999
Trademark : MODAL

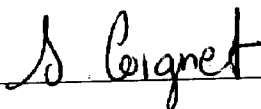
Assistant Commissioner for
Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

**REVOCAION OF POWER OF ATTORNEY AND APPOINTMENT OF NEW ATTORNEYS
AND DOMESTIC REPRESENTATIVE**

The undersigned Applicant hereby revokes all previous Powers of Attorney and Appointments of Domestic Representatives made in the above-identified registration, and hereby appoints PERLA M.KUHN, RONALD ABRAMSON, JAMES B. KOBAK, JR., JULIUS RABINOWITZ, EDWIN C.BULLOCK, PETER A. SULLIVAN and ANNA M. DEPALO of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, as its attorneys herein, with full power of substitution, to transact all business in the Patent and Trademark Office in connection with this application and subsequent registration. The address for service should be directed to Applicant's new attorney's at the address given above.

HUGHES HUBBARD & REED LLP, whose postal address is One Battery Park Plaza, New York, New York 10004-1482, United States of America, is hereby designated Applicant's representative upon whom notices of process in proceedings affecting the mark be served.

ALSTOM TECHNOLOGIES

By: 

Name: Sophie COIGNET

Title: Trademark and Design Counsel

Dated: 1st March 2002

FEBRUARY 14, 2002

DOCUMENTS LODGED

Approving the
transfer of assets
from

ALSTOM INDUSTRIE SA

to

ALSTOM TECHNOLOGIES

And recording that
it has become final

To the original of a deed recording the lodging in the records of the Notaries' Office held in Paris by the Civil Professional Firm named "Serge PASCAULT, Eric de la HAYE SAINT HILAIRE, and Marie-Dominique CHAUVIN-COQUEUX, notaries in partnership" received by Maître PASCAULT on February 14, 2002, and bearing the following mention:

Registered at the Divisional Tax Office, Champs-Élysées, Paris 8, on March 12, 2002, F° 16, on roll 260, box 1, for a fee of 75 euros, signed illegibly.

There are attached in particular:

1 - One of the originals of a deed under private signature dated PARIS, January 2, 2001, and bearing the following mention:

Registered at the Divisional Tax Office, Champs-Élysées, Paris 8, on March 12, 2002, F° 16, on roll 260, box 1, for a fee of 75 euros, signed illegibly.

According to the terms of which the representative of "ALSTOM INDUSTRIE SA", incorporated as a 'société anonyme', having capital of 15,283,000 euros, its registered office being at 25 avenue Kléber, PARIS 16, identified under the number SIREN 419 390 463 RCS PARIS.

Had formed a project to transfer assets.

To "ALSTOM TECHNOLOGIES" incorporated as a 'société anonyme', having capital of 2,010,000 euros, its registered office being at 25 avenue Kléber, PARIS 16, identified under the number SIREN 424 901 619 RCS PARIS.

Of the full ownership in particular of various goods and property rights as set out in said deed and in an appendix, including in particular the following trademark:

<u>TRADEMARK</u>	<u>COUNTRY</u>	<u>DATE OF REGISTRATION OR APPLICATION</u>	<u>CLASSES NUMBER</u>
MODAL	UNITED STATES OF AMERICA	NOVEMBER 10, 1999	9,42

2 - The copy of the minutes of the deliberations of the Extraordinary General Meeting of December 29, 2000 of the shareholders of ALSTOM INDUSTRIE SA, approving in particular the transfer of assets made by that company to ALSTOM TECHNOLOGIES.

3 - The certified true copy of the minutes of the deliberations of the Extraordinary General Meeting of December 29, 2000 of the shareholders of ALSTOM TECHNOLOGIES, approving in particular the transfer of assets from ALSTOM INDUSTRIE SA.

Registered at the Divisional Tax Office, SEVRES, on January 4, 2001, F° 36, on roll 28, box 7, for a fee of 1,500 francs, signed illegibly.

4 - The original of a deed under private signature dated PARIS, June 8, 2001, containing an amendment to said transfer agreement.

Replacing, purely and simply, appendix 2 relating to the transferred trademarks of the above-specified transfer.

From all the above, it results that the said transfer of assets was completed on December 20, 2000 and that the above-mentioned trademark has thereby become the property of **ALSTOM TECHNOLOGIES**.

FOR ANALYTICAL EXTRACT issued by Serge PASCAULT, Notary in PARIS, member of the Civil Professional Firm named "Serge PASCAULT, Eric de la HAYE SAINT HILAIRE, and Marie-Dominique CHAUVIN-COQUEUX, notaries in partnership".

Done on two pages without modification or erasure.

DONE IN PARIS, March 26, 2002.

14 février 2002

DEPOT DE PIECES

*Approuvant l'apport partiel
d'actif par la société*

ALSTOM INDUSTRIE SA

à la société

ALSTOM TECHNOLOGIES

*Et constatant sa réalisation
définitive.*

A la minute d'un acte en constatant le dépôt au rang des minutes de l'Office Notarial dont est titulaire à PARIS la Société Civile Professionnelle dénommée "Serge PASCAULT, Eric de la HAYE SAINT HILAIRE, Marie-Dominique CHAUVIN-COQUEUX, notaires associés", reçu par Maître PASCAULT, le 14 février 2002, portant la mention suivante :

Enregistré à la Recette Divisionnaire des Impôts PARIS 8° Champs-Elysées, le 12 mars 2002, F° 16 bordereau 105 case 1, reçu 75 €, signé illisiblement.

Sont notamment annexés :

1 – L'un des originaux d'un acte sous signatures privées en date à PARIS du 2 janvier 2001, portant la mention suivante :

Enregistré à la Recette Divisionnaire des Impôts PARIS 8° Champs-Elysées, le 12 mars 2002, F° 16 bordereau 105 case 1, reçu 75 €, signé illisiblement.

Aux termes duquel le représentant de la société dénommée "**ALSTOM INDUSTRIE SA**", société anonyme au capital de 15.283.000 €, dont le siège est à PARIS 16^{ème}, 25 avenue Kléber, identifiée sous le numéro SIREN 419 390 463 RCS PARIS

A formé le projet d'apport partiel d'actif,

A la Société A la société dénommée "**ALSTOM TECHNOLOGIES**", société anonyme au capital de 2.010.000 €, dont le siège est à PARIS 16ème, 25 avenue Kléber, identifiée sous le numéro SIREN 424 901 619 RCS PARIS.

De la toute propriété notamment de divers biens et droits mobiliers désignés audit acte et dans un état annexe comprenant notamment la marque suivante :

MARQUE	PAYS	NUMERO DE CLASSES
MODAL	ETATS UNIS D'AMERIQUE	9,42

2 – La copie du procès verbal de la délibération de l'Assemblée Générale Extraordinaire des actionnaires de la société ALSTOM INDUSTRIE SA en date du 29 décembre 2000, approuvant notamment l'apport partiel d'actif fait par elle à la société ALSTOM TECHNOLOGIES,

3 – La copie certifiée conforme du procès verbal de la délibération de l'Assemblée Générale Extraordinaire des actionnaires de la société ALSTOM TECHNOLOGIES en date du 29 décembre 2000, approuvant notamment l'apport partiel d'actif fait par la société ALSTOM INDUSTRIE SA.

Enregistrée à la Recette Divisionnaire des Impôts de SEVRES, le 4 janvier 2001, F° 36 bordereau 28 case 7, reçu 1.500 Francs, signé

illisiblement.

4 - L'original d'un acte sous signatures privés contenant acte rectificatif audit traité d'apport en date à PARIS du 8 juin 2001.

Remplaçant purement et simplement l'annexe 2 relatives aux marques apportées, du traité d'apport sus-visé.

De tout ce qui précède, il résulte que ledit apport partiel d'actif est devenu définitif le 20 décembre 2000 et que la marque susvisée est devenue, en conséquence, la propriété de la société **ALSTOM TECHNOLOGIES**.

POUR EXTRAIT ANALYTIQUE délivré par Serge PASCAULT, notaire à PARIS, membre de la Société "Serge PASCAULT, Eric de la HAYE SAINT HILAIRE et Marie-Dominique CHAUVIN-COQUEUX, Notaires, associés d'une Société Civile Professionnelle titulaire d'un Office Notarial".

Etabli sur deux pages, sans renvoi ni mot rayé nul.

FAIT A PARIS le 4 avril 2002.

A handwritten signature, possibly 'an', is written in black ink. It is surrounded by several large, sweeping, and somewhat chaotic scribbles that extend across the middle of the page.