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FORM COVER SHEET
MARKS ONLY

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
IP Holding Company

S-29-02

- Individual(s)
- General Partnership
- Corporation-Delaware
- 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: May 2, 2002

2. Name and address of receiving party(ies)

Name: United States Filter Corporation
Internal Address:
Street Address: 40-004 Cooke Street
Palm Desert, CA 92211

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-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.
1,690,042

Additional numbers attached? Yes No

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

Name: Peter C. Lando
Address: WOLF, GREENFIELD & SACKS, P.C.
Federal Reserve Plaza
600 Atlantic Avenue
Boston, MA 02210

6. Total number of applications and registrations involved: [1]

7. Total fee (37 CFR 3.41)..... \$40
 Enclosed
8. Deposit Account No. 23/2825

OFFICE OF RECORDS
MAY 29 AM 10:33
FINANCE SECTION

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 C. Lando
Name

Signature

May 17, 2002
Date

Total number of pages including cover sheet, attachments, and document: [2]

Mail documents to be recorded with required cover sheet information to:
Box Assignment, Commissioner of Patents and Trademarks,

05/30/2002 DBYRNE 00000226 1690042

01 FC:481

40.00 DP

ASSIGNMENT

WHEREAS, IP Holding Company, a corporation of Delaware having an office and place of business at 40-004 Cooke Street, Palm Desert, CA 92211 has adopted and used the following marks and the trademark Registrations:

SCHEDULE OF TRADEMARKS

| <u>Mark</u> | <u>Reg. No.</u> | <u>Reg. Date</u> |
|-------------|-----------------|------------------|
| ALKA-PRO | 1,690,042 | June 2, 1992 |

WHEREAS, United States Filter Corporation, a corporation of Delaware, having an office and place of business at 40-004 Cooke Street, Palm Desert, CA 92211 is desirous of acquiring said mark and the registrations therefor.

NOW, THEREFORE, for one Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said IP Holding Company without representations or warranties with respect to said trademarks or registrations or the title thereto does hereby assign unto the said United States Filter Corporation, all its rights, title and interest in and to the said marks and the registrations therefor, together with the goodwill of the business symbolized by said marks and the registrations therefor and including all rights to sue and recover for past infringement of said marks and the registrations therefor.

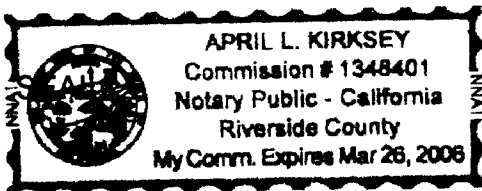
IP Holding Company

May 2, 2002
Date

By: Stephen P. Stanczak
Name: Stephen P. Stanczak
Title: Vice President and Secretary

STATE OF California :
COUNTY OF Riverside :

Subscribed to and sworn before me this 2nd day of May, 2002



Al Kirksey
Notary Public
My Commission Expires 3/26/06