

2/27/02

RECORDATION
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DEPARTMENT OF COMMERCE
Patent and Trademark Office



102112339

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

1. Name of conveying party: **FINANCE SECTION**
 Honeywell International Inc., a Delaware corporation,
 Honeywell Intellectual Properties, Inc., a Arizona
 corporation,
 Honeywell Advance Composites Inc., a Delaware
 corporation, and
 Honeywell Power Systems Inc., a Delaware corporation

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other -

Execution Date: December 14, 2001

2. Name and Address of receiving party(ies):
 Name: Power Systems Composites, LLC
 Internal Address: Internal Address 300 Garlington Road
 Greenville, SC 29602
 Street Address: Street Address
 City: City State: State Zip: Zip Country: USA

Individual(s) Citizenship: U.S.A.
 Association:
 General Partnership:
 Limited Partnership:
 Corporation-State Delaware
 Other: Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No, the designation of domestic representative has been made with the Power of Attorney which has been filed with the Patent and Trademark Office.

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 If this document is being filed together with a new application, the execution date of the application is: Execution Date if new application

A. Trademark Application No.(s)

B. Trademark registration No.(s)
 PRD-66 Reg. No. 2,403,821 Reg. Date November 14, 2000

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Elisabeth A. Evert
 Internal Address: Sidley Austin Brown & Wood LLP
 Street Address: 717 North Harwood St., Suite 3400
 City: Dallas State: TX ZIP: 75201

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: 18-1260

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.

03/18/2002 DBYRNE 00000176 181260 2403821

01 FC Elisabeth A. Evert 00.00 CH
Name of Person Signing

Elisabeth A. Evert
Signature

2/27/02
Date

Total number of pages comprising cover sheet 5

OMB No. 0651-0011 (exp. 4/94) Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignment
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT OF TRADEMARK

This Trademark Assignment ("Assignment") is made as of December 14, 2001, by and between Honeywell International Inc., a Delaware corporation, Honeywell Intellectual Properties Inc., an Arizona corporation, Honeywell Advance Composites Inc., a Delaware corporation, and Honeywell Power Systems Inc., a Delaware corporation, (collectively, "Assignor"), and Power Systems Composites, LLC, a Delaware limited liability company, ("Assignee").

WHEREAS, Assignor and Assignee are parties to an Intellectual Property Rights Agreement dated as of November 8, 2001 ("IPRA"), pursuant to which Assignee agreed to purchase certain intellectual property assets of Assignor, and Assignor agreed to transfer, assign, and sell such assets to Assignee;

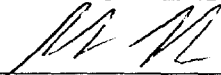
WHEREAS, Assignor owns all right, title, and interest in the mark listed on Schedule A, which is registered in the United States Patent and Trademark Office, (the "Mark");

WHEREAS, pursuant to the IPRA, Assignor desires to assign, and Assignee desires to acquire, all right, title, and interest in and to the Mark;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells, and transfers to Assignee all of Assignor's right, title, and interest in and to the Mark, including without limitation: (a) the good will associated with the Mark, (b) the registrations and applications for registration of the Mark, and (c) the right to sue and collect damages for infringement of the Mark. Assignor agrees that Assignee may record this Assignment with the United States Patent and Trademark Office.

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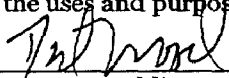
HONEYWELL POWER SYSTEMS INC.

By: 

State of: New York)


County of: New York)

On this 17th day of December, 2001, before me appeared Ricardo Navarro, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Honeywell Power Systems Inc. and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.


Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, ~~1999~~
2003

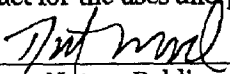
POWER SYSTEMS COMPOSITES, LLC

By: 

State of: New York)

County of: New York)

On this 17th day of December, 2001, before me appeared Peter Duprey, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Power Systems Composites, LLC, and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.


Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, ~~1999~~
2003

SCHEDULE A

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
PRD-66	2,403,821	Nov. 14, 2000