

07-25-2002

ET

Docket No.:

346081.0003



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To the Honorable Commissioner of Pat. and Trademark Office, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

BAE Automated Systems, Inc.

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7-22-02

FINANCE SECTION

- Individual(s)
- General Partnership
- Corporation-State Texas
- Other _____

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: June 7, 2002

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

Name: Elite Line Services, Inc.

Internal Address: _____

Street Address: 476 Southridge Industrial Drive

City: Tavares State: FL ZIP: 32778

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
 (Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

See Attached

B. Trademark Registration No.(s)

See Attached

Additional numbers Yes No

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

Name: David J. Silvia

Internal Address: Cummings & Lockwood

Street Address: Four Stamford Plaza

107 Elm Street

City: Stamford State: CT ZIP: 06902

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

11-0231 (any additional fee required)

07/24/2002 GTOM11 00000214 1234315

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 150.00 OP

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.

David J. Silvia

Name of Person Signing

David J. Silvia
Signature

July 16, 2002
Date

Total number of pages including cover sheet, attachments, and

5

TRADEMARK

Exhibit A

TRADEMARKS

Registrations:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Expiration Date</u>
JETPLATE	1,234,315	4/12/1983	4/12/2003
TELECAR	1,860,700	11/1/1984	11/1/2004
MAGNASORT	2,505,551	11/6/2001	11/6/2011 (§8&15 due <11/6/2007)

Applications:

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Filing Basis</u>
SORTCHECK	76/357,750	1/11/2002	Intent-to-Use (§ 1(b))
PAGECOM	76/357,751	1/11/2002	Intent-to-Use (§ 1(b))
ETAG	76/357,752	1/11/2002	Intent-to-Use (§ 1(b))
ITAG	76/367,686	2/6/2002	Intent-to-Use (§ 1(b))

Tradenames and trademarks/logos

1. BAE Automated Systems, Inc.
2. BAE
3. Extreme line Services, Inc.
4. ELS

Internet domain names

1. www.bae-inc.com
2. www.magnasort.com

Common Law Trademarks

1. SuperPushers
2. AlertCom
3. SkiTote
4. SortCom
5. SysCom
6. CF 400
7. CF 500
8. CPX-1000
9. CPX-Net

10. CS 400
11. MC 450
12. MS 400
13. MS 500
14. SP 600
15. SP 800

b1:953835.1 6/6/2002

DCDATA 16624_2

TRADEMARK
REEL: 002549 FRAME: 0804

TRADEMARK & INTERNET DOMAIN NAME ASSIGNMENT

WHEREAS, BAE Automated Systems, Inc., a corporation organized and existing under the laws of the State of Texas and having a principal place of business at 2525 Carter Drive, Carrollton, Texas 75006, hereinafter "*Assignor*", is using or has used and is the record owner of certain trademarks, service marks, trade names, and internet domain names listed in Exhibit A (collectively referred to as the "*Marks*") and desires to assign the Marks; and

WHEREAS, Elite Line Services, Inc., a corporation organized and existing under the laws of the State of Florida and having a principal place of business at 476 Southridge Industrial Drive, Tavares, Florida 32778, hereinafter "*Assignee*", desires to acquire the Marks; and

WHEREAS, pursuant to the terms and conditions of that certain Asset Purchase Agreement, dated as of May 2, 2002 (the "Agreement"), by and between Assignor and G & T Conveyor Company, Inc. ("G&T"), the parent of Assignee, Assignor is obligated to convey its right, title and interest in and to the Marks to G&T; and

WHEREAS, G&T has assigned its rights to All Marks (as defined herein) to Assignee pursuant to the Assignment and Assumption Agreement, by and between G&T and Assignee, dated as of June 7, 2002.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, Assignor's entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks, and all registrations, pending applications therefor and internet domain names, in all countries throughout the world (collectively, "*All Marks*"), together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees upon the request and at the expense of Assignee, to execute further papers and to do such other acts as may be necessary and proper to vest full title in and to All Marks in the Assignee or which may be necessary to obtain, renew, issue or enforce All Marks.

This Trademark & Internet Domain Name Assignment may be executed in several counterparts, each of which shall be deemed to be an original, but all of which together will constitute one and the same instrument.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

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**TRADEMARK
REEL: 002549 FRAME: 0805**

IN WITNESS WHEREOF, BAE Automated Systems, Inc. has caused this Trademark and Internet Domain Name Assignment to be executed and delivered as of this 7th day of June, 2002.

IN WITNESS WHEREOF, Elite Line Services, Inc. accepts this Trademark and Internet Domain Name Assignment executed and delivered as of this 7th day of June 2002.

BAE AUTOMATED SYSTEMS, INC.

By: *James T. Richard*
James T. Richard
President

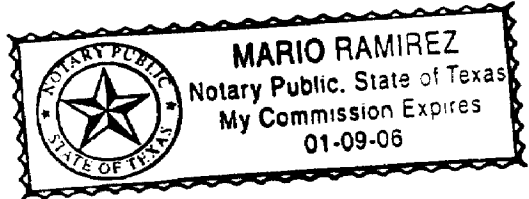
ELITE LINE SERVICES, INC.

By: *Ted Majewski, Jr.*
Ted Majewski, Jr.
President

State of Texas)
)
County of Dallas)

On this 7th day of June, 2002, personally appeared James T. Richard, to me known and known to me to be President of BAE Automated Systems, Inc., the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received, and who, having been duly sworn, stated that any representations therein contained are true.

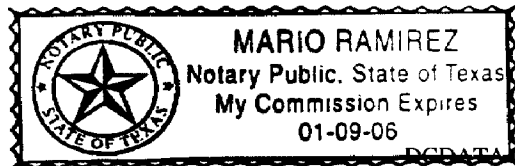
Mario Ramirez
Notary Public



State of Texas)
)
County of Dallas)

On this 7th day of June 2002, personally appeared Ted Majewski, Jr., to me known and known to me to be President of Elite Line Services, Inc., the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received, and who, having been duly sworn, stated that any representations therein contained are true.

Mario Ramirez
Notary Public



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