



09-27-2002



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form **PTO-1594**
(03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

DEC International, Inc.

- Individual(s)
- General Partnership
- Corporation-State - *WI*
- 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: 9/1/02

2. Name and address of receiving party(ies)

Name: Madison One Holdings LLC

Internal

Address: _____

Street Address: 3737 Willowick

City: Houston State: TX Zip: 77019

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Corp. -- Nevada

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) See Schedule A

Additional number(s) attached Yes No

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

Name: Daniel I. Schloss, Esq.

Internal Address: _____

Street Address: Greenberg Traurig, LLP

200 Park Avenue, 16th Floor

City: New York State: NY Zip: 10166

6. Total number of applications and registrations involved: _____

12

7. Total fee (37 CFR 3.41).....\$ 315.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1561

DO NOT USE THIS SPACE

9. Signature.

Daniel I. Schloss, Esq.

Name of Person Signing

Signature

September 18, 2002

Date

Total number of pages including cover sheet, attachments, and document: 9

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

09/26/2002 ET0N11 00000090 501561 2418806

01 FC:481 40.00 CH
02 FC:482 275.00 CH

TRADEMARK
REEL: 002589 FRAME: 0171

THE MARKS

TRADEMARKS OWNED BY DEC INTERNATIONAL, INC.

<u>Country</u>	<u>Trademark</u>	<u>Reg. No.</u>
U.S.	PHOENIX HIGH-CAPACITY DEHUMIDIFIER	2,418,806
U.S.	PHOENIX GUARDIAN HEPA SYSTEM	2,341,267
U.S.	DEC INTERNATIONAL PIONEER MILKING SYSTEM	2,349,941
U.S.	HI-E DRY	2,355,199
U.S.	BOU-MATIC	2,570,954
U.S.	BOU-MATIC	681,114
U.S.	SANTA FE ULTRA EFFICIENT DEHUMIDIFIER	2,578,412
U.S.	AGRI-COMP	1,356,414
U.S.	DARI-KOOL	536,323
U.S.	DARI-KOOL	960,813
U.S.	FLO-STAR and Design	1,384,008
U.S.	THERMA-STOR	1,114,867
Australia	DAIRY EXPRESS & DEVICE	778724
Australia	DARI-KOOL & DEVICE	B186743
Australia	DARI-KOOL BOU-MATIC & DEVICE	A186744
Benelux	DARI-KOOL	10494
Benelux	THERMA-STOR	363289
Brazil	BOU-MATIC	82018535
Brazil	DARI-KOOL	820185337

Brazil	DARI-KOOL	200006940
Brazil	THERMA-STOR	8230185353
Canada	DAIRY EXPRESS & DEVICE	TMA530207
Canada	DARI-KOOL & DEVICE	149136
Canada	DARI-KOOL BOU-MATIC & DEVICE	IR305933
Denmark	DARI-KOOL	6/29/1960
France	THERMA-STOR	1118321 Renewal 570244
France	DARI-KOOL	70758
Germany	BOU-MATIC	DD 653 434
Israel	BOU-MATIC	58528
Japan	BOUMATIC	4317575
Japan	DARI-KOOL & DEVICE	799547
Mexico	BOU-MATIC	195,718
Mexico	BOU-MATIC	191,748
Mexico	DARI-KOOL	190807
Mexico	DARI-KOOL	191749
South Africa	DARI-KOOL BOU-MATIC & DEVICE	65-2479
U.K.	THERMA-STOR	1134847
U.K.	DARI-KOOL BOU-MATIC & DEVICE	B887886

ASSIGNMENT OF TRADEMARKS

WHEREAS, DEC International, Inc., a Wisconsin corporation (the "Assignor"), is the owner of all right, title and interest in and to (i) certain trademarks and service marks, including without limitation all goodwill associated therewith, and (ii) the United States and foreign trademark and service mark registrations and pending applications therefor, as set forth and more particularly described on Schedule A annexed hereto (collectively hereinafter the "Marks"); and

WHEREAS, Assignor entered into an Asset Purchase Agreement, dated July 11, 2002 (the "Asset Purchase Agreement"), by and among the Assignor, Select Products, Inc., a Wisconsin corporation ("Select"), DEC Trading, Inc., a Wisconsin corporation ("DEC Trading" and together with Select and the Assignor, the "Sellers"), Bou-Matic Corporation, a Nevada corporation (the "Buyer") and J.P. Kotts & Co., Inc., a Nevada corporation and principal stockholder of the Buyer, pursuant to which Assignor agreed to assign, sell and transfer the Marks to the Buyer;

WHEREAS, in accordance with the terms of the Asset Purchase Agreement, the Buyer assigned its right to purchase the Marks to Madison One Holdings LLC, a Nevada limited liability company and affiliate of the Buyer (the "Assignee") as of August 14, 2002;

WHEREAS, Assignee is acquiring all of Assignor's business and goodwill appurtenant to the Marks, and Assignor has agreed to assign the Marks to Assignee;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns, sells and transfers to Assignee all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the right to sue and recover damages and profits for all past, present, and future third-party infringements, if any.

Assignor agrees on behalf of itself, its directors, officers, employees, agents, successors, assigns, and legal representatives to execute any and all papers and instruments, and to do any and all acts which may be necessary or requested by Assignee, in order to carry into full force and effect this sale, assignment and transfer, including without limitation to vest in Assignee or its assigns record title in and to the Marks worldwide.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of this 15 day of September 2002.

DEC INTERNATIONAL, INC.

By:

Name:

Title:

William S. Thomas
PRESIDENT.

NOTARIAL ACKNOWLEDGEMENT

STATE OF WISCONSIN)
) ss.:
COUNTY OF DANE)

On this 4th day of September 2002, before me personally appeared WILLIAM STANLEY THOMPSON, to me known, who, being by me duly sworn, did depose and say that (s)he is the President of DEC INTERNATIONAL, INC., the Wisconsin corporation described in and which executed the foregoing instrument; and that (s)he signed his name thereto pursuant to the authorization of said corporation.


Notary Public

STAMP AND SEAL

TRADEMARKS OWNED BY DEC AG

Country Name	Trademark	Classes	Status	Registration No.	Reg. Appln. No.	Filing Date	Renewal
Austria	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933		07-Dec-1965	07-Dec-2005
Belgium	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933		07-Dec-1965	07-Dec-2005
Czech Republic	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933		07-Dec-1965	07-Dec-2005
Egypt	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933		07-Dec-1965	07-Dec-2005
France	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933		07-Dec-1965	07-Dec-2005
Germany	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	023	Registered	IR305933		07-Dec-1965	07-Dec-2005
Germany, East	DARI-KOOL & DEVICE	023	Registered	IR305933		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE		Registered				
Hungary	DARI-KOOL & DEVICE	MCR	Registered	IR305932		07-Dec-1965	
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933		07-Dec-1965	07-Dec-2005
International Registration							

TRADEMARK

REEL: 002589 FRAME: 0177

<i>Italy</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	07-Dec-2005
	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Liechtenstein</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Luxembourg</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Monaco</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1964	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Morocco</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Netherlands</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Portugal</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Romania</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1985	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	080	Registered	IR305933	07-Dec-1985	
<i>San Marino, Republic of</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
<i>Slovakia</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1965	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	
	DARI-KOOL & DEVICE		Registered	IR305932	06-Dec-1965	

DARI-KOOL BOU-MATIC & Device	Registered	IR305933	07-Dec-1965	07-Dec-2005
DARI-KOOL & DEVICE	MCR	IR305932	07-Dec-1965	
DARI-KOOL & DEVICE	030	IR305932	07-Dec-1965	
DARI-KOOL BOU-MATIC & DEVICE	030	IR305933	07-Dec-1965	07-Dec-2005
DARI-KOOL & DEVICE	MCR	340616	23-Jun-1965	07-Jun-2005
DARI-KOOL BOU-MATIC & DEVICE	MCR	340617	23-Jun-1965	07-Jun-2005
DARI-KOOL & DEVICE	MCR	IR305932	07-Dec-1965	
DARI-KOOL BOU-MATIC & DEVICE	MCR	IR305933	07-Dec-1965	07-Dec-2005
DARI-KOOL & DEVICE	MCR	IR305932	07-Dec-1965	
DARI-KOOL BOU-MATIC & DEVICE	MCR	IR305933	07-Dec-1965	07-Dec-2005

Spain

Switzerland

Tunisia

Yugoslavia