



09-27-2002



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

Form **PTO-1594**
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OMB No. 0651-0027 (exp. 5/31/2002)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Madison One Holdings, LLC

9-19-02

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Corporation
- 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: Bou-Matic Technologies Corporation

Internal

Address: _____

Street Address: 3737 Willowick

City: Houston State: TX Zip: 77019

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Nevada
- 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.(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: 12

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

09/26/2002 GTOM11 00000088 501561 2418806

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

TRADEMARK
REEL: 002589 FRAME: 0395

SCHEDULE A

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

TRADEMARKS OWNED BY DEC TRADING INCORPORATED

<u>Country</u>	<u>Trademark</u>	<u>Reg. No.</u>
New Zealand	BOU-MATIC	254148
New Zealand	BOU-MATIC	254149
New Zealand	BOU-MATIC	254150
New Zealand	BOU-MATIC	254151
New Zealand	BOU-MATIC	254152
New Zealand	DARI-KOOL	268709

ASSIGNMENT OF TRADEMARKS

WHEREAS, Madison One Holdings LLC, a Nevada limited liability company (the "Assignor"), is the owner of all right, title and interest in and to certain trademarks and service marks, including without limitation all goodwill associated therewith and 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, Bou-Matic Technologies Corporation, a Nevada corporation ("Assignee"), is acquiring substantially all of Assignor's business and goodwill appurtenant to the Marks, and Assignor has agreed to assign 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 1st day of September 2002.

MADISON ONE HOLDINGS LLC

By: _____

Name: John P. Kotts

Title: President and Chief Executive Officer

NOTARIAL ACKNOWLEDGEMENT

STATE OF WI

)

) ss.:

COUNTY OF Dane

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On this 4th day of September 2002, before me personally appeared John P. Kotts, to me known, who, being by me duly sworn, did depose and say that he is the President and Chief Executive Officer of MADISON ONE HOLDINGS LLC, the Nevada limited liability company described in and which executed the foregoing instrument; and that he signed his name thereto pursuant to the authorization of said corporation.

Claire Ann Reap
Notary Public Claire Ann Reap
My Commission is permanent.

STAMP AND SEAL

TRADEMARKS OWNED BY DEC AG

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

<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
<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	07-Dec-2005
<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	07-Dec-2005
<i>Monaco</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
<i>Morocco</i>	DARI-KOOL & DEVICE	MCR	Registered	IR305932	07-Dec-1964	07-Dec-2005
	DARI-KOOL BOU-MATIC & DEVICE	MCR	Registered	IR305933	07-Dec-1965	07-Dec-2005
<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	07-Dec-2005
<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	07-Dec-2005
<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	07-Dec-2005
<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	07-Dec-2005
<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	07-Dec-2005
	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

TRADEMARKS OWNED BY SELECT PRODUCTS, INC.

<u>Country</u>	<u>Trademark</u>	<u>Reg. No.</u>
U.S.	DAIRY XPRESS	2,328,311
U.S.	DAIRY XPRESS	2,350,205

TRADEMARK OWNED BY BOU-MATIC EUROPE

<u>Country</u>	<u>Trademark</u>	<u>Reg. No.</u>
France	HYGIENE DE TRAITE SANI STAR QUALITE DU LAIT	45596393