

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct Assignor's name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Duncan Industries Parking Control Systems Corp.		06/20/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Duncan Parking Technologies, Inc.
Street Address:	Three Centennial Drive
Internal Address:	c/o Metapoint Partners
City:	Peabody
State/Country:	MASSACHUSETTS
Postal Code:	01960
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number
Registration Number:	750156
Registration Number:	966013
Registration Number:	1813581
Registration Number:	2280940
Registration Number:	2249564
Registration Number:	1596135
Registration Number:	623772

CORRESPONDENCE DATA

Fax Number: (617)951-8736

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

CH \$190.00 750156

Phone: 617-951-8000
Email: eileen.sullivan@bingham.com
Correspondent Name: Eileen Sullivan
Address Line 1: 150 Federal Street
Address Line 2: Bingham McCutchen LLP
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:

DUNCANTMK

NAME OF SUBMITTER:

Eileen Sullivan

Total Attachments: 9

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TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

06/24/2003
900000709

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

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Address Line 1:	150 Federal Street
Address Line 2:	Bingham McCutchen LLP
Address Line 4:	Boston, MASSACHUSETTS 02110
ATTORNEY DOCKET NUMBER:	DUNCANTRADEMARK
NAME OF SUBMITTER:	Eileen Sullivan
Total Attachments: 4 source=duncantrademark#page1.tif source=duncantrademark#page2.tif source=duncantrademark#page3.tif source=duncantrademark#page4.tif	

TRADEMARK ASSIGNMENT

Control Systems Corp.

EMS
6-25-03

THIS ASSIGNMENT/OF TRADEMARK, is entered into by and between Duncan Industries Parking Technologies, Inc., a corporation organized and existing under the laws of the State of Delaware, having an address of 340 Industrial Park Road, Harrison, Arkansas 72601 ("Assignor"), and Duncan Parking Technologies, Inc., a corporation organized and existing under the laws of the State of Delaware, having an address of c/o Metapoint Partners, Three Centennial Drive, Peabody, MA 01960 ("Assignee"), and is effective as of the last date of signature.

WHEREAS, Assignor has adopted, is using and is the owner of all right, title, interest, and goodwill in and to the trademarks, service marks, trade names, common-law marks, and other indicia of origin listed in the attached Schedule A (the "Marks");

WHEREAS, Assignor has entered into an Asset Purchase Agreement (the "Asset Purchase Agreement") dated June 20, 2003 with Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, sell and transfer unto Assignee all of its right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the right to sue for past infringement thereof, any registrations therefor, and all benefit of the Marks. Assignor does further consent to the recordation of this Assignment with any governmental agency.

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**DUNCAN INDUSTRIES PARKING
CONTROL SYSTEMS CORP.**

“Assignor”

By: *Loren R. Armstrong*
Name: Loren R. Armstrong
Title: Vice President

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

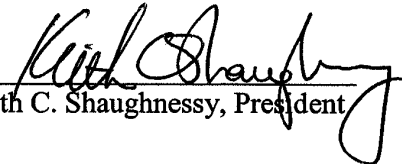
SUBSCRIBED AND SWORN to before me on this 20th day of June, 2003,
appeared *Loren R. Armstrong* the person who signed this instrument, who acknowledged
that he is the *Vice President* of Duncan Industries Parking Control Systems Corp. and
that being duly authorized he signed such instrument as a free act on behalf of Duncan
Industries Parking Control Systems Corp.

Elizabeth T. Kelsen
Notary Public
My Commission Expires: _____

ELIZABETH T. KELSEN, NOTARY PUBLIC
MY COMMISSION EXPIRES SEPTEMBER 26, 2008

The foregoing assignment by Duncan Industries Parking Control Systems Corp. to Duncan Parking Technologies, Inc. is hereby accepted as of the 24th day of June, 2003.

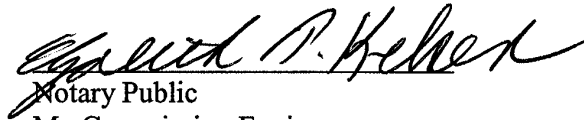
**DUNCAN PARKING
TECHNOLOGIES, INC.**
"Assignee"

By: 
Keith C. Shaughnessy, President

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

SUBSCRIBED AND SWORN to before me on this 24th day of June, 2003, appeared Keith C. Shaughnessy, the person who signed this instrument, who acknowledged that he is the President of Duncan Parking Technologies, Inc. and that being duly authorized he signed such instrument as a free act on behalf of Duncan Parking Technologies, Inc.


Notary Public
My Commission Expires: _____

ELIZABETH T. KELSEN, NOTARY PUBLIC
MY COMMISSION EXPIRES SEPTEMBER 26, 2008

BUSDOCS:1225981

TRADEMARK
REEL: 002674 FRAME: 0293

SCHEDULE A

Trademarks Owned by Duncan Industries Parking Control Systems Corp

<u>Trademark</u>	<u>Reg. No.</u>	<u>Issue Date</u>
VIP	750,156	5/28/1963
Duncan	966,013	8/14/1973
EAGLE	1,813,581	12/28/1993
Duncan Systems Integrate	2,280,940	9/28/1999
Duncan and Design	2,249,564	6/1/1999
Design only	1,596,135	5/15/1990
Fine-o-meter	623,772	3/27/1956

BUSDOCS:1225981