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

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original



1. Name of conveying party(ies):
 G&S Acquisition, Inc. **2403**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Indiana
 Other _____

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

2. Name and address of assignee:
 Name: E&A Industries 02-07-2003
 Internal U.S. Patent & TMO/c/TM Mail Rcpt Dt. #01
 Address: _____
 Street Address: 11 Guilford Street
 City: London State: ENGLAND Zip: WC1N 1DH
 Individual(s) citizenship:
 Association _____
 General Partnership _____
 Limited Partnership of State
 Corporation-State _____
 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

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

Execution Date: Jan. 6, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s) 1,162,380

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Daniel J. Lueders
 Internal Address: Woodard, Emhardt, Naughton, Moriarty & McNett
Bank One Center/Tower
 Street Address: 111 Monument Circle, Suite 3700
 City: Indianapolis State: Indiana Zip: 46204

7. Total fee (37 CFR 3.41)..... \$ 40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-3030
 (Attach duplicate copy of this page if paying by deposit account)

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.
Daniel J. Lueders
 Name of Person Signing [Signature] Feb. 5, 2003 Date
 Total number of pages including cover sheet, attachments, and document: 4

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

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202 on Feb. 5, 2003

Daniel J. Lueders
 Name of Representative
[Signature]
 Signature
Feb. 5, 2003
 Date of Signature

02/25/2003 LMUELLER 00000196 1162380 40.00 09

ASSIGNMENT

WHEREAS, G&S Acquisition, Inc., an Indiana corporation, located at 101 West Ohio Street, Suite 1350, Indianapolis, Indiana, the owner of the entire right, title and interest in the following mark and its registration:

GILCHRIST & SOAMES, U.S. Registration 1,162,380

WHEREAS, said trademark and its registration, together with the goodwill of the business symbolized by said marks, were duly sold, assigned and transferred on or about Jan 06, '03 to E & A Industries UK Limited, (Company Number 4150524) the registered office of which is at 11 Guilford Street, London WC1N 1DH England; and

WHEREAS, it is desired to confirm the aforesaid sale, assignment and transfer of said mark, its Registration, and the goodwill of the business symbolized by the mark, and to make the same a matter of record in the United States Patent and Trademark Office:

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN

Be it known that for and in consideration of the sum of One and No/100 Dollars (\$1.00) and other good and valuable consideration, said G&S Acquisition, Inc. hereby acknowledges as of Jan 06, '03, the aforesaid sale, assignment and transfer, and by these presents does sell, assign and transfer unto E & A Industries UK Ltd. the entire right, title and interest in and to said trademarks and their Registrations, together with the goodwill of the business symbolized by said marks, together with all rights of action, in law or in equity, for any past or future infringement thereof.

Said trademark and its registration are to be held and enjoyed by E & A Industries UK Ltd. for its own use and benefit and for its successors and assigns to the full end of the present or extended term for which said registration has been granted, as fully and entirely as the same would have been held by G&S Acquisition, Inc. if this assignment and sale had not been made.

This assignment shall be, and it is hereby made, effective as of the

Jan 06, '03.

