OP \$115.00 15176

TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Staveley Services North America, Inc.		08/08/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Cismis Acquisition, Inc.	
Street Address:	195 Clarksville Road	
City:	Princeton Junction	
State/Country:	NEW JERSEY	
Postal Code:	08550	
Entity Type:	CORPORATION: DELAWARE	

PROPERTY NUMBERS Total: 4

Property Type	Number
Registration Number:	1517630
Registration Number:	1299148
Registration Number:	1265296
Registration Number:	2221553

CORRESPONDENCE DATA

Fax Number: (202)887-0689

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

Phone: 2028282233

Email: snodgrassj@dsmo.com
Correspondent Name: John C. Snodgrass

Address Line 1: DSM&O LLP, 2101 L Street NW

Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

ATTORNEY DOCKET NUMBER: P5395.0000

NAME OF SUBMITTER: John C. Snodgrass

TRADEMARK REEL: 002698 FRAME: 0753

900001462

Total Attachments: 3 source=StaveleyCismis#page1.tif source=StaveleyCismis#page2.tif source=StaveleyCismis#page3.tif

> TRADEMARK REEL: 002698 FRAME: 0754

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is from STAVELEY SERVICES NORTH AMERICA INC., a Delaware corporation, having its principal place of business at 192 International Boulevard, Glendale Heights, IL 601139 (hereinafter referred to as "ASSIGNOR"), to CISMIS ACQUISITION, INC., a Delaware corporation, having its principal place of business at 195 Clarksville Road, Princeton Junction, New Jersey 08550 (hereinafter referred to as "ASSIGNEE").

WITNESSETH:

WHEREAS, ASSIGNOR is the owner of all right, title and interest in and to, and the goodwill associated with, the trademarks set forth on Schedule A attached hereto (the "Trademarks");

WHEREAS, ASSIGNEE is acquiring from ASSIGNOR certain assets of ASSIGNOR used primarily in its NDT Business, including the Trademarks, pursuant to that certain Asset Purchase Agreement, dated June 20, 2003, by and among ASSIGNOR, ASSIGNEE and Mistras Holding Corp, a Delaware corporation and the parent corporation of ASSIGNEE (the "Purchase Agreement"); and

WHEREAS, ASSIGNEE is desirous of acquiring the entire right, title and interest in and to the Trademarks, and ASSIGNOR is desirous of transferring ASSIGNOR's rights in the Trademarks to ASSIGNEE.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby, pursuant to the terms of the Purchase Agreement, convey, assign, transfer, and set over unto ASSIGNEE its entire right, title and interest in and to the Trademarks and the goodwill associated with each Trademark.

[The Next Page is the Signature Page]

HART1-1106775-3

IN WITNESS WHEREOF, ASSIGNOR has caused its corporate name to be subscribed and attested by its duly authorized officer as of August <u>8</u>, 2003.

ASSIGNOR:

STAVELEY SERVICES NORTH AMERICA INC.,

a Delaware corporation

Thomas E. Sliva

President

COMMONWEALTH OF PENNSYLVANIA)

SS.

COUNTY OF PHILADELPHIA

On the Sth day of August, 2003, before me personally appeared Thomas E. Sliva, to me known, who being by me duly sworn did depose and say that he is President of STAVELEY SERVICES NORTH AMERICA INC., a Delaware corporation, the corporation named in and which executed the foregoing instrument; and that he signed his name thereto on behalf of the corporation pursuant to the authority of the Board of Directors of said corporation.

)

[SEAL]

My Commission expires: /2/31/06

Notary Public ⁽

NOTARIAL SEAL DOROTHY L. WYDRA, Notary Public City of Philadelphia, Phila. County My Commission Expires October 31, 2006

> TRADEMARK REEL: 002698 FRAME: 0756

SCHEDULE A

U.S. TRADEMARKS

Owner: Staveley Services North America, Inc. (SSNA, Inc.)

Mark	Registration Number		
CONAM INSPECTION	1,517,630		
AGTL (and Design)	1,299,148		
C (Stylized)	1,265,296		
CONAM	2,221,553		
CONAM INSPECTION	380925 (New Hampshire State Registration)		

FOREIGN TRADEMARKS

Registration No.	Country	Owner
537936	Mexico	Conam Inspection, Inc.
TMA373,770	Canada	SSNA, Inc.
VR 199002973	Denmark	Conam Inspection, Inc.
2462866	Japan	SSNA, Inc.
139685	Norway	Conam Inspection, Inc.
220628	Sweden	Conam Inspection, Inc.
1359936	United Kingdom	Conam Inspection, Inc.
	TMA373,770 VR 199002973 2462866 139685 220628	537936 Mexico TMA373,770 Canada VR 199002973 Denmark 2462866 Japan 139685 Norway 220628 Sweden

TRADEMARK REEL: 002698 FRAME: 0757

RECORDED: 08/13/2003