

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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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
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NAME OF SUBMITTER:	John C. Snodgrass
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OP \$115.00 1517630

Total Attachments: 3
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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]

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

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