



RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

102405591

OMB No.0651-0027 (exp. 5/31/2002)

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies) Aerators, Inc.</p> <p>Individual(s) citizenship: State of Incorporation -</p> <p>Additional name(s) of conveying party(ies) attached?</p>		<p>2. Name and address of receiving party(ies): Name: U.S. Filter Wastewater Group, Inc.</p> <p>Internal Address: Street Address: 310 West Military Road Rothschild, Wisconsin 54474</p> <p>Individual(s) citizenship: State of Incorporation - Delaware</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached.</p> <p>(Designations must be a separate document from assignment.)</p> <p>Additional name(s) &amp; address(es) attached?</p>	
<p>3. Nature of conveyance: Assignment Execution Date: October 14, 1998</p>			
<p>4. Application number(s) or Registration number(s):</p> <p>A. Trademark Application No(s):</p> <p>B. Trademark Registration No(s): 1,232,528</p> <p>Additional number(s) attached?</p>			
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Peter C. Lando Wolf, Greenfield &amp; Sacks. P.C. Federal Reserve Plaza 600 Atlantic Avenue Boston, MA 02210</p>		<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41) \$ 40.00</p> <p>Commissioner is authorized to charge the fee to the account of the undersigned.</p> <p>8. Deposit account number: 500214</p>	
<b>DO NOT USE THIS SPACE</b>			
<p>9. Signature</p> <p>Peter C. Lando</p> <p>Name of Person Signing      Signature      Date</p>			
Total number of pages including cover sheet, attachments, and document: 5			

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

03/28/2003 GT0N11 00000063 500214 1232528  
01 FC:8521 40.00 CH

**GENERAL INTELLECTUAL PROPERTY ASSIGNMENT**

The undersigned,

**AERATORS, INC.**

(hereinafter called the "Assignor"), having a principal place of business at 11765 Main Street, Roscoe, Illinois 61073, in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, does hereby sell, assign and transfer to:

**U.S. FILTER WASTEWATER GROUP, INC.**

(hereinafter called the "Assignee"), having a principal place of business at 310 West Military Road, Rothschild, Wisconsin 54474, all of Assignor's right, title and interest in the United States, and all other countries and places in the world, in and to any and all rights, interest and title in any and all intellectual property and industrial property relating to any and all work, products, endeavors and technology of Assignor, including, but not limited to, any and all inventions, discoveries, improvements, patents, patent applications, trade marks, trade mark registrations, trade mark applications, trade names, fictitious names, service marks, logos, brand names, trade name registrations, trade name applications, trade mark oppositions, copyright, copyright registrations, copyright applications, industrial designs, industrial design registrations, industrial design applications, process, know-how relating to any of the above, improvements relating to any of the above, goodwill in any trade mark or trade name, confidential information, formulae, trade secrets and any other knowledge, document, blueprint, specification, drawing, information, license, sub-license and contract having any possible advantage to the operation of the business of Assignor or to the use of the technology, projects or endeavors of Assignor;

And, more specifically, but without restricting the generality of this assignment, the specific patents, patent applications, trade marks, trade mark registrations, trade mark applications, copyrights, copyright registrations, copyright applications, industrial design, industrial design registrations and industrial design applications identified below:

Patent/Serial No.: 08/924,074  
For: Floating Mixer  
Patent Date: To be Issued

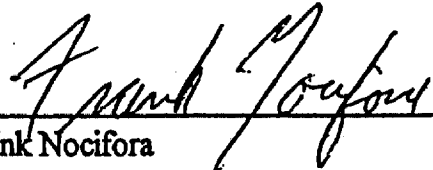
Trademark No.: 1,232,528  
For: Aqua-Lator

Assignor further assigns to Assignee all of its existing and potential causes of action and rights to claim damages and/or profits with respect to violations or infringements of any right or interest assigned herein; and

Assignor further agrees to assist Assignee in the implementation of this Assignment by executing and signing any other document reasonably requested by Assignee relating to the implementation of this Assignment (including recording this Assignment or any aspect of this Assignment and including executing or signing a further assignment document specifically identifying part of the property assigned herein), and Assignor agrees to do so without any further charge or fee.

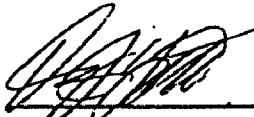
IN WITNESS WHEREOF, the parties hereto have hereby signed this Assignment of Intellectual Property as of the 14<sup>th</sup> day of October, 1998.

AERATORS, INC.

By:   
Frank Nocifora  
President

**DECLARATION OF WITNESS**

I, Thomas J. Lester, hereby declare that I was personally present and did see Frank Nocifora duly sign and execute the foregoing Assignment.

  
Signature of Witness

