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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

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

1. Name of conveying party(ies):

Total Safety, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Texas Corporation Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 11/25/2003

2. Name and address of receiving party(ies)

Name: Total Safety U.S., Inc.

Internal Address: Suite 300

Street Address: 11111 Wilcrest Green

City: Houston State: TX Zip: 77042

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2390958; 2399146; 1993338; 1993147

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: King & Spalding

Internal Address: Attn: Deborah Corey

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 235.00 (incl. \$120 expedite fee)

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

12/02/2003 6TON11 00000046 2390958

01 FC: 521 40.00 DP 02 FC: 522 75.00 DP 03 FC: 523 120.00 DP

Street Address: 191 Peachtree Street

City: Atlanta State: GA Zip: 30303

DO NOT USE THIS SPACE

9. Signature.

Deborah Corey Name of Person Signing

Deborah Corey Signature

November 25, 2003 Date

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Total number of pages including cover sheet, attachments, and document:

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

TRADEMARK REEL: 002757 FRAME: 0852

TRADEMARK ASSIGNMENT

WHEREAS, Total Safety, Inc. (the "Assignor"), a corporation organized and existing under the laws of the State of Texas, has adopted and used and is the sole and exclusive owner of certain trademarks, including, but not limited to, the trademarks, service marks and trade names and applications and registrations therefor listed in Schedule I attached hereto and incorporated herein (all hereinafter collectively referred to as the "Trademarks"), and of all of the goodwill of the business appurtenant thereto;

WHEREAS, Total Safety U.S., Inc. (the "Assignee"), a corporation organized and existing under the laws of the State of Delaware, is acquiring the Trademarks, together with all of the goodwill of the business associated with the Trademarks, from Assignor pursuant to that certain Agreement for Purchase and Sale of Assets, dated November 25, 2003 (the "Purchase Agreement"), by and among Assignee, Total Safety Holdings, L.L.C., a Delaware limited liability company ("Total Safety Holdings"), Assignor and Total Safety Corporation, a Delaware corporation ("Parent");

WHEREAS, Assignor wishes to herein memorialize said assignment, transfer and sale of the Trademarks and Trade Names to Assignee.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of the sum of One Dollar (\$1.00), and other valuable and legally sufficient consideration, the receipt and legal sufficiency of which is hereby acknowledged, the Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto the Assignee, the entire right, title and interest in and to the Trademarks, and in and to all of the goodwill of the business appurtenant thereto, together with all claims for damages by reason of infringement of same, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

AND, the Assignor hereby warrants and covenants that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

AND, Assignor agrees to execute any instruments and to perform any acts which may be necessary to fully effectuate and record this Assignment.

* * *

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment to be executed by its duly authorized representative effective this 25 day of November, 2003.

TOTAL SAFETY, INC.

By: R. Gerald Bennett

Name: R. Gerald Bennett

Title: President and Chief Executive Officer

CERTIFICATE OF ACKNOWLEDGEMENT

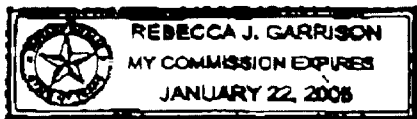
STATE OF TEXAS)
)SS.
COUNTY OF HARRIS)

I, REBECCA J. GARRISON a Notary Public in and for the County and State aforesaid, do hereby certify that R. GERALD BENNETT, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as a free act and deed on behalf of the identified corporation, Total Safety, Inc., a Texas corporation, with authority to do so.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 25 day of November, 2003.

Rebecca J. Garrison
Notary Public

Commission Expires: 1.22.05



Signature Page to Total Safety, Inc. Trademark Assignment

SCHEDULE I TO TRADEMARK ASSIGNMENT

Trademarks

<u>MARK</u>	<u>COUNTRY</u>	<u>Reg. No.</u>	<u>Registration Date</u>
Total Safety	United States	2390958	October 3, 2000
Total Safety	United States	2399146	October 31, 2000
Total Safety (and Design)	United States	1993338	August 13, 1996
Total Safety (and Design)	United States	1993147	August 13, 1996

Trade Names

Total Safety Corporation
Total Safety, Inc.
Total Safety Virgin Islands, LLC
Total Safety-[Muscat Branch][Oman]
Total Safety-Qatar
Total Safety LLC, Dubai
Total Safety-West Africa
Total Safety-North Africa
Total Safety-Capetown
Total Safety Australia Pty, LTD
Total Safety, SRL
Total Safety-Albania
Total Safety Services, LTD
Total Safety-Tunisia
Total Safety-Canada, Inc.