



07-18-2003



Form PTO-1594

RECORD#

J.S. Department of Commerce

(Rev 6-93)

7-15-03

TRADEMARKS 102617732

Patent and Trademark Office

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

<p>1. Name of conveying party(ies): High Voltage Engineering Corporation</p> <p>Individual(s) Association General Partnership Limited Partnership <input checked="" type="checkbox"/> Corporations Other</p> <p>Additional name(s) of conveying party(ies) attached? Yes No</p> <p>3. Nature of conveyance: * Assignment Merger Security Agreement Change of Name Other</p> <p>Execution Date: July 11, 2003</p>	<p>2. Name and address of receiving party(ies): Name: Maxima Technologies & Systems, Inc.</p> <p>Internal Address: _____ Street Address: 405 Park Avenue, Suite 701</p> <p>City: New York State: NY ZIP: 10022</p> <p>Country: _____ Individual(s) citizenship _____ Association _____ General Partnership _____ Limited Partnership _____ <input checked="" type="checkbox"/> Corporation _____ Other _____</p> <p>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)</p> <p>Additional name(s) & Address(es) attached? Yes * No</p>
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4. Application number(s) or trademark number(s):
If this document is being filed together with a new application, the execution date of the application is _____

A. Trademark Application No.(s) SEE ATTACHED LIST	B. Trademark No.(s) SEE ATTACHED LIST
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Additional numbers attached Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Robert E. Rude II Internal Address: Mayer, Brown, Rowe & Maw LLP Street Address: 1909 K Street, NW City: Washington State: DC ZIP: 20006</p>	<p>6. Total number of applications and trademarks involved: 19</p> <p>7. Total fee (37 CFR 3.41): \$490.00 * Enclosed (Check No. 2522)</p> <p>Authorized to be charged to deposit account _____</p> <p>8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Robert E. Rude II [Signature] July 15, 2003
Name of Person Signing Signature Date

Total number of pages comprising cover sheet and document attachments: 8

07/17/2003 EDOOPER 00000134 2237211

01 FC:8521 40.00 OP
02 FC:8522 450.00 OP

TRADEMARK
REEL: 002780 FRAME: 0624

SCHEDULE A

Trademarks and Trademark Registrations

APPLICATIONS AND REGISTRATIONS:

Registration Number	Name/Description	Details
US Reg. 2,237,211	INTELLISENSOR	Affidavit renewal due 4/6/04
US Reg. 1,938,186	ILLUMASEAL	Affidavit accepted 2/25/03
US Reg. 1,926,746	SMART INSTRUMENT	Awaiting PTO response to recent filing
US Reg. 1,791,381	DATCON	Renewal due 9/7/03
US Reg. 1,304,789	SENTRY (Logo)	Renewal due 11/13/04
FR Reg. 92434569	D and Design	Renewed 9/2/02
FR Reg. 92434568	DATCON	Renewed 9/2/02
Int'l Reg. 765,474	AST	Application filed 4/25/01; accepted in Great Britain and partially accepted in China
SP Reg. 280125	AST	Payment due 2004

TRADEMARK APPLICATIONS BEING PREPARED

As the following trademark applications have not been filed yet, the Assignor's rights to the following marks are limited to any common law rights it may hold with respect to such marks.

Name/Description	Details
WINGS	Preparing registration application
STEWART WARNER	Preparing registration application
SW (logo)	Preparing registration application
STEWART WARNER (PERFORMANCE-red and black design)	Preparing registration application.

SW - SYMBOL OF EXCELLENCE	Preparing registration application
SW - SYMBOL OF EXCELLENCE (LOGO)	Preparing registration application
SW (LOGO WITHIN WINGS)	Preparing registration application
MAXIMUM PERFORMANCE	Preparing registration application.
MOTOR MINDER	Preparing registration application.
TRACKFORCE MOTOR MINDER	Registration on hold.

COMMON LAW MARKS:

The Assignor's rights to the following marks are limited to any common law rights that it may hold with respect to such marks.

AST Module (Spain)	DDBI	Multi-Function Display/Gateway-1(MFD/G-1)
Classic Deluxe	Illuma Deluxe	Standard
Compattino (Spain)	English-Metric	Series 2000, Series 2001, Series 2002 (Illumaseal)
Sentinel	Heavy Duty Industrial	Streamline
Standard Plus	Illuma	Commander Series
Series 2000	Magna-Torque	Heavy Duty
Heavy Duty Plus	Seaworthy	Beige Wings
Gold's Wings	Silver Wings	Wings for Truckers
World Wide	Face-Forward	Ultra-Shift Light
Ultra-Warning Light	Deluxe Gauges	Dat Link
VR-9000 Series	835 Series	5000 Series
98000 Series	Regular Pressure Sender	Heavy Duty Pressure Sender
Severe Duty Pressure Sender		

EXPIRED OR ABANDONED APPLICATIONS AND REGISTRATIONS:

The following marks have expired or have been abandoned. The Assignor makes no warranties with respect to these marks:

Registration Number	Name/Description	Details
US Reg. 944,637	D (Logo)	Instructed not to renew for business reasons 8/28/02

US Reg. 944,630	DATCON	Instructed not to renew for business reasons 8/28/02
Germany Reg. 2,074,121	DATCON	Instructed not to renew for business reasons 8/28/02
US Serial 75/470,577	MAXIMA TECHNOLOGIES	Application abandoned 11/7/01 for business reasons
US Reg. 1,807,173	D (Logo)	Instructed not to renew for business reasons 8/28/02
Italy Reg. 636,279	DATCON	Instructed not to renew for business reasons 8/28/02
Spain Reg. 1,726,375	DATCON	Instructed not to renew for business reasons 8/28/02
Great Britain Reg. 1,513,282	DATCON	Instructed not to renew for business reasons 8/28/02

**ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS
AND TRADEMARK APPLICATIONS**

WHEREAS, High Voltage Engineering Corporation, a corporation organized and existing under the laws of the Commonwealth of Massachusetts, having a place of business at 401 Edgewater Place, Suite 680, Technology Drive, Wakefield, MA 01880 (the "Assignor"), has adopted and used and is using the trademarks and service marks (the "Marks") identified on Schedule A attached hereto, and is the owner of the registrations and applications for registration of such Marks, as well as certain common law rights to such Marks identified on such Schedule A; and

WHEREAS, Maxima Technologies & Systems, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Assignee"), is desirous of acquiring the Marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign, sell and transfer unto the Assignee all right, title and interest in and to the Marks, together with (i) the registrations of the Marks, (ii) the goodwill of the business symbolized by and associated with the Marks and the registrations thereof, together with that portion of the Assignor's business in connection with which it has a bona fide intent to use the Marks, and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registrations thereof or such associated goodwill.

This Agreement may be executed in any number of counterparts, and each such counterpart shall be deemed to be an original instrument, but all such counterparts together shall constitute but one agreement.

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IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, on the 11 day of July, 2003.

HIGH VOLTAGE ENGINEERING
CORPORATION

By: Joseph W. McHugh, Jr.
Name: Joseph W. McHugh, Jr.
Title: Chief Financial Officer

SUBSCRIBED AND SWORN to before
me this 9th day of July, 2003

Claudine Macemul
Notary Public

My Commission Expires: 11/6/03

[Signature Page Assignment of Trademarks]

The foregoing assignment of the Marks and the registrations thereof by the Assignor to the Assignee is hereby accepted as of the 11 day of July, 2003.

MAXIMA TECHNOLOGIES & SYSTEMS,
INC.

By: Michael Elust
Name: _____
Title: _____

SUBSCRIBED AND SWORN to before
me this 11th day of July, 2003

Dawn M. Schoenig
Notary Public

My Commission Expires: _____

DAWN M. SCHOENIG
NOTARY PUBLIC, State of New York
No. 01SC4900811
Qualified in Suffolk County
Certificate Filed in New York County
Commission Expires August 3, 2005

BUSDOCS:1220995.2