


ASSIGNMENT

For valuable consideration, Cambridge Accusense, Inc., a Massachusetts corporation having its principle place of business at 1000 Mt. Laurel Circle, Shirley, Massachusetts, 01464, the Registrant of United States Trademark Registration No. 2,162,369, for ACCUTRAC (hereinafter "the Assignor") hereby assigns to Degree Controls, Inc., a New Hampshire corporation having its principal place of business at 18 Meadowbrook Drive, Milford, New Hampshire 03055, and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest in, to and under the trademark, and the good will associated therewith, which is the subject of United States Trademark Registration No. 2,162,369.

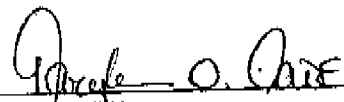
In Witness Whereof, I hereto set my hand and seal at AYER, MA this 21st day of JANUARY, 2004.



Raouf Ismail, President
Cambridge Accusense, Inc.

Commonwealth of Massachusetts }
County of Middlesex }

Before me this 21 day of Jan, 2004, personally appeared Raouf Ismail known to me to be the person whose name is subscribed to the foregoing assignment and acknowledged that he executed the same as his free act and deed for the purposes therein contained.



Notary Public
My commission expires:

MARYSE O. TATE
Notary Public, Massachusetts
My Commission Expires September 27, 2007

[Notary's Seal here]

JDS/dmg
CAS-115J

RECORDED: 02/11/2004

TRADEMARK
REEL: 002791 FRAME: 0944