

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
-----------------------	--

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cermaic Cooling Tower Corporation, Inc.		07/31/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	United Dominion Industries, Inc.
Street Address:	13515 BALLANTYNE CORPORATE PLACE
City:	CHARLOTTE
State/Country:	NORTH CAROLINA
Postal Code:	28277
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8		
Property Type	Number	Word Mark
Registration Number:	1077133	CCT
Registration Number:	1337925	THERMOLITE
Registration Number:	1578125	ULTRALITE
Registration Number:	2268791	
Registration Number:	1236808	PERMALITE
Registration Number:	1455341	PERMAGRID
Registration Number:	1563234	ULTRALITE
Registration Number:	1872388	CCT

CORRESPONDENCE DATA	
Fax Number:	(202)861-1783
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	202.861.1500
Email:	trademarks@bakerlaw.com
Correspondent Name:	John H. Weber
Address Line 1:	1050 Connecticut Avenue, N.W.

CH \$215.00 1077133

Address Line 2: Washington Square, Suite 1100
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036-1783

ATTORNEY DOCKET NUMBER:	87280-256;252;254;259;255
-------------------------	---------------------------

NAME OF SUBMITTER:	Kenneth H. Oh
--------------------	---------------

Total Attachments: 2 source=Assignment - CCT to UDI (patents and trademarks)#page1.tif source=Assignment - CCT to UDI (patents and trademarks)#page2.tif
--

INTELLECTUAL PROPERTY TRANSFER AGREEMENT

This agreement is made this 31st day of July 2002, by and between United Dominion Industries, Inc., a Delaware corporation ("UDI"), and Ceramic Cooling Tower Corporation, Inc., a Delaware corporation ("CCT").

For good and valuable consideration, receipt of which is hereby acknowledged, and pursuant to the agreements and obligations of BDCP Holding Corporation, a Delaware corporation ("BDCP"), under the Asset Purchase Agreement by and among SPX Corporation and BDCP (the "Purchase Agreement"), CCT, a wholly owned subsidiary of BDCP, hereby assigns, conveys and transfers to UDI all of the Intellectual Property, as defined in the Purchase Agreement, that is among the Assets conveyed to SPX Corporation under the Purchase Agreement. As provided in the Purchase Agreement, such Intellectual Property includes, but is not limited to: (a) the Trademarks and Patents (including, without limitation, the applications therefor) listed in Attachment A hereto; (b) the right to sue at law, or in equity, for any infringement or other impairment of the Intellectual Property, including the right to collect damages, including, without limitation, past damages, and proceeds therefrom; and (c) the goodwill pertaining to the Trademarks.

All capitalized terms not defined herein shall have the meanings given to such terms in the Purchase Agreement.

Nothing contained herein shall be deemed to alter, modify, expand or diminish the terms and provisions of the Purchase Agreement.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Transfer Agreement to be duly executed as of this 31st day of July 2002.

Ceramic Cooling Tower Corporation, Inc.

By: [Signature]

Print Name: Geisen

Title: Attorney in fact

United Dominion Industries, Inc.

By: [Signature]

Print Name: DANIEL T. LADENBERGER

Title: ATTORNEY IN FACT

APPENDIX A

Registration/ Application Number	Trademark
1,077,133	CCT (& Design)
1,337,925	THERMOLITE
1,578,125	ULTRALITE
1,658,616	UNILITE
2,268,791	Grid Logo
1,236,808	PERMALITE
1,455,341	PERMAGRID
1,563,234	ULTRALITE
1,872,388	CCT(& Design)
76/365008	PERMALITE

Patent Number	Title
5,851,446	Rigid Cooling Tower
5,155,961	Lightweight Cooling Tower with Cruciform Columns
5,028,357	Lightweight Cooling Tower with Cruciform Columns
4,976,895	Lightweight Cooling Tower with Fan Supported by a Vertical Liquid Supply Pipe
4,637,903	Lightweight Cooling Tower
4,543,218	Cooling Tower with Concrete Support Structure, Fiberglass Panels, and a Fan Supported by the Liquid Distribution System
4,490,312	Cooling Tower with Interlocking Tiles
4,481,155	Multi-Cell Tiles with Openings for Use in a Liquid Cooling Tower
4,422,983	Fiberglass Reinforced Cooling Tower
4,382,046	Water Cooling Tower with Layers of Multi-Cell Tiles and Spacers
5,236,625	Structural Assembly
5,902,522	Rigid Cooling Tower and Method of Constructing A Cooling Tower
5,155,961	Lightweight Cooling Tower with Cruciform Columns
4,976,895	Lightweight Cooling Tower with Fan Supported by a Vertical Liquid Supply Pipe