

CPA2741

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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): United States Filter Corporation. Includes checkboxes for Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, and Other Delaware.

2. Name and address of receiving party(ies): U.S. Filter Wastewater Group, Inc. Internal Address: 2155 112th Avenue, Holland, Michigan 49424. Includes checkboxes for citizenship and designation.

3. Nature of conveyance: Assignment, Security Agreement, Other, Merger, Change of Name. Execution Date: 7/1/2001.

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s)

B. Trademark Registration No.(s) See Attached Schedule. Includes checkboxes for additional numbers attached.

5. Name and address of party to whom correspondence concerning document should be mailed: Ronald E. Shapiro, Vorys, Sater, Seymour and Pease LLP, 1828 L Street, NW, Eleventh Floor, Washington, DC, Zip 20036.

6. Total number of applications and registrations involved: 4. 7. Total fee (37 CFR 3.41): \$ 115.00. 8. Deposit account number: 22-0585.

DO NOT USE THIS SPACE

9. Signature. Brian R. Anderson, Trademark Assistant. Signature of Brian R. Anderson, Date March 30, 2004. Total number of pages including cover sheet, attachments, and document: 3.

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

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SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BIOCHEM	1,262,748	January 3, 1984
LO-CAT	1,286,668	July 24, 1984
LO-CAT	1,289,967	August 14, 1984
BIOCARB	2,246,906	May 25, 1999

ASSIGNMENT

WHEREAS, United States Filter Corporation, a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 40-004 Cook Street, Palm Desert, California 92211 (hereinafter referred to as USF), has adopted and is using the Marks set forth in SCHEDULE A attached hereof which they have used in various countries throughout the world including the United States; and

WHEREAS, U. S. Filter Wastewater Group, Inc., a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 2155 112th Avenue, Holland, Michigan 49424 (hereinafter referred to as USFWG), desires to acquire the Marks and the goodwill of the business associated with the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, USF does hereby sell, assign and transfer to USFWG the entire right, title, and interest in and to the registrations for said Marks and all of its right, title, and interest to said Marks not presently registered set forth in SCHEDULE A hereof, together with the goodwill of the business symbolized by the Marks and the registrations thereof, and all other rights which USF has enjoyed thereunder both in the United States and throughout all countries of the world, including any and all rights of recovery based on past infringement of said Marks and/or registrations, the same to be held and enjoyed by USFWG, its successors, and assigns forever and to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof;

AND FOR THE SAME CONSIDERATION, USF also hereby covenants and agrees that, at the time of execution and delivery of these presents, USF is the sole and lawful owner of the entire right, title, and interest in and to the said registrations, applications, Marks and goodwill associated therewith and that the same are unencumbered and that USF has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

AND FOR THE SAME CONSIDERATION, USF hereby covenants and agrees that USF will, whenever counsel of USFWG or the counsel of its successors, legal representatives, and assigns shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificates, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts reasonably necessary or desirable to be done for the procurement, maintenance, enforcement, and defense of said Marks and registrations thereof without charge to USFWG, its successors, legal representatives, and assigns, other than reasonable costs and expenses incurred by USF or any of its employees, agents, and representatives in connection with the foregoing actions.

United States Filter Corporation

By: [Signature]
Name: David S. Spyer
Title: Authorized Representative

Date: July 1, 2001

USF to USFWG TM.DOC