

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wheelock, Inc.		02/24/2004	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Compass Technologies, Inc.
<b>Street Address:</b>	15 East Uwchlan Avenue
<b>Internal Address:</b>	Suite 430
<b>City:</b>	Exton
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	19341
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>PROPERTY NUMBERS Total: 1</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	2807071	SAFEAXIS

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(732)530-9808
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	732-530-9404
<b>Email:</b>	bjackson@mpsllp.com
<b>Correspondent Name:</b>	Moser, Patterson & Sheridan, LLP
<b>Address Line 1:</b>	595 Shrewsbury Avenue
<b>Address Line 2:</b>	Suite 100
<b>Address Line 4:</b>	Shrewsbury, NEW JERSEY 07702

<b>ATTORNEY DOCKET NUMBER:</b>	WHLK/030
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<b>NAME OF SUBMITTER:</b>	Kin-Wah Tong, Esq.
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<b>Total Attachments: 1</b> source=WHLK030Assign#page1.tif
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CH \$40.00 2807071

**ASSIGNMENT**

WHEREAS, WHEELLOCK INC., a Delaware corporation, having its principal offices at 273 Branchport Avenue, Long Branch, New Jersey 07740, has adopted, used, and is using and is the owner of the following trademark which has been issued by the United States Patent and Trademark Office:

Trademark: **SAFEAXIS**  
Registration No: 2,807,071  
Issued: January 20, 2004

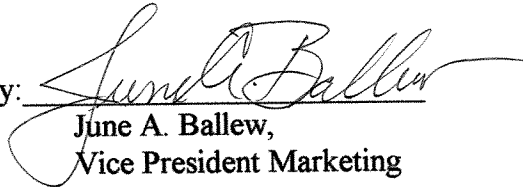
WHEREAS, COMPASS TECHNOLOGIES, INC., a Delaware corporation, having its principal offices at 15 East Uwchlan Avenue, Suite 430, Exton, Pennsylvania 19341, is desirous of acquiring said trademark and the application therefor;

NOW, THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, WHEELLOCK, INC. hereby assigns to COMPASS TECHNOLOGIES, INC. all right, title and interest in the United States in and to said trademark, together with the good will of the business symbolized by said trademark and said application to register said trademark.

Signed at OCEANPORT, NEW JERSEY

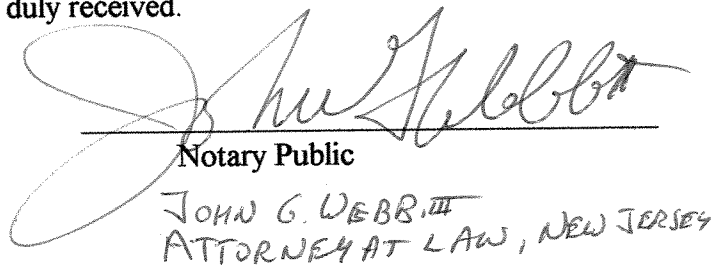
this 24<sup>th</sup> day of FEBRUARY, 2004.

WHEELLOCK, INC.

By:   
June A. Ballew,  
Vice President Marketing

State of New Jersey :  
: SS  
County of Monmouth :

On FEBRUARY 24, 2004 personally appeared June A. Ballew, to me known and known to me to be Vice President Marketing of WHEELLOCK, INC., the assignor above-named, and acknowledged that she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

  
Notary Public  
JOHN G. WEBB, III  
ATTORNEY AT LAW, NEW JERSEY