

12-31-2003
102635221

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

1. Name of conveying party(ies):
USFILTER ENGINEERING & CONSTRUCTION, INC.
(f/k/a) Chester Engineers, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Pennsylvania
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 11/26/2003

2. Name and address of receiving party(ies)
Name: **Advanced Technology Systems, Inc.**
Internal Address: _____
Street Address: 639 Alpha Drive
City: Pittsburgh State: PA Zip: 15238
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Pennsylvania
 Other _____

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) Additional name(s) & address(es) attached? Yes No

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

B. Trademark Registration No.(s)

CE CHESTER ENVIRONMENTAL 75027475

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence
concerning document should be mailed.
Name: Mark A. Nuzzo, Esquire
Internal Address: Kirkpatrick & Lockhart LLP
Henry W. Oliver Building
Street Address: 535 Smithfield Street
City: Pittsburgh State: PA Zip: 15222

6. Total number of applications and
registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Additional necessary fees authorized to be
charged to deposit account

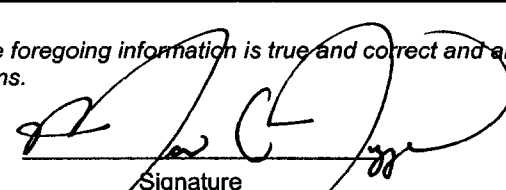
8. Deposit account number:
11-1110
(Attach duplicate copy of this page if paying by deposit
account)

2003 DEC 23 AM 9:08
OPR/FINANCE

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 with redactions.

Mark A. Nuzzo, Esquire
Name of Person Signing


Signature

December 23, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

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

12/30/2003 STON11 00000113 75027475

01 FC:8521

40.00 OP

TRADEMARK ASSIGNMENT

WHEREAS, USFILTER ENGINEERING & CONSTRUCTION, INC.

("Assignor"), a Pennsylvania corporation formerly known as Chester Engineers, Inc., having a mailing address c/o United States Filter Corporation, 40-004 Cook Street, Palm Desert, California 92211, own all right, title, and interest in and uses the trademarks, service marks, and/or trade dress set forth on the attached Schedule A, including all registrations and/or applications and all rights at common law (hereinafter the "Marks"); and

WHEREAS, ADVANCED TECHNOLOGY SYSTEMS, INC. ("Assignee"), a Pennsylvania corporation, having a mailing address at 639 Alpha Drive, Pittsburgh, Pennsylvania 15238, is desirous of acquiring all of Assignor's right, title, and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, intending to be legally bound hereby, does hereby assign, transfer, grant, sell, and set over to Assignee: Assignor's entire right, title, and interest in and to the Marks, together with the goodwill of Assignor's business in connection with which the Marks are used and the full right to sue for past, present, and/or future infringement of any of the Marks, all of these rights to be held and enjoyed by the Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by the Assignor had this assignment not been made.

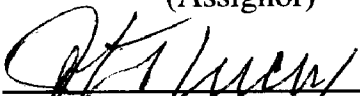
This Assignment is made pursuant to that certain Asset Purchase Agreement, dated as of November 26, 2003, by and among Assignor, Assignee and Chester Acquisition Corp., a Delaware corporation.

IN WITNESS WHEREOF, Assignor and Assignee have caused this instrument to

be signed by duly authorized corporate officers effective as of the 26th day of November, 2003.

USFILTER ENGINEERING & CONSTRUCTION, INC.

(Assignor)

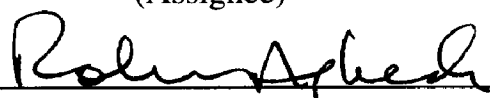
By:  _____

Name: John T. Lucey

Title: Executive Vice President

ADVANCED TECHNOLOGY SYSTEMS, INC.

(Assignee)

By:  _____

Name: Robert O. Agbede

Title: President

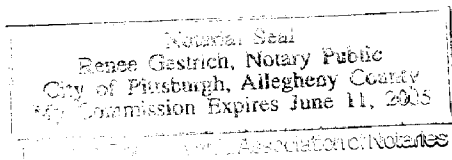
COMMONWEALTH
STATE OF PENNSYLVANIA)
)
COUNTY OF ALLEGHENY)

SS:

The foregoing instrument was acknowledged before me at Pittsburgh, Pennsylvania this
26th day of November, 2003, by John T. Lucey, who is known to me and known to me to be
the Executive Vice President of USFILTER ENGINEERING & CONSTRUCTION, INC., a Pennsylvania
corporation, on behalf of the corporation.

Renee Gestrich
Notary Public

My Commission Expires:



(Notarial Seal)

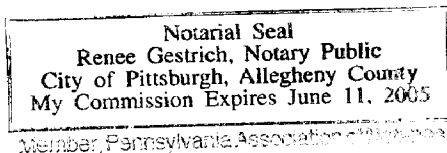
COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF ALLEGHENY)

SS:

The foregoing instrument was acknowledged before me at Pittsburgh, Pennsylvania this
26th day of November, 2003, by Robert O. Aghedo, who is known to me and known to me to be
the President of ADVANCED TECHNOLOGY SYSTEMS, INC., a Pennsylvania
corporation, on behalf of the company.

Renee Gestrich
Notary Public

My Commission Expires:



(Notarial Seal)

Schedule A

MARKS

CE CHESTER ENVIRONMENTAL

FEDERAL REGISTRATIONS

MARK

CE CHESTER ENVIRONMENTAL

SERIAL NUMBER

75027475

STATUS

Misassigned (March 1, 1996)