

02-09-2004



COVE... 102664352
OTHER CONVEYANCE FOR RECORDING

2-5-04

MAIL STOP - ASSIGNMENT RECORDATION SERVICES
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

OPR/FINANCE
FEB -5 AM 8:20

Dear Sir:

Please record the attached original document:

- 1. Name(s) of conveying party(s): **A-Seal Basement Waterproofing, Inc.**
- 2. Name and address of receiving party: **B-Dry Systems, Inc.
1341 Copley Road
Akron, Ohio 44320**
- 3. Nature of conveyance:
 - Assignment Merger
 - Security Agreement Change of Name
 - Other
- Execution Date(s): **September 29, 2003**
- 4. Serial number: **76/292,851, filed July 31, 2001**

If this document is being filed together with a new application, the execution date of the declaration for the application being filed is:

- 5. Name and address of party to whom correspondence concerning documents should be mailed: **John M. Skeriotis, Esq.
BROUSE MCDOWELL
500 First National Tower
106 S. Main Street
Akron, Ohio 44308-1471**

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- 6. Total number of applications and trademarks involved: **1**

7. Total fee (37 CFR 1.21(h): \$40.00

A check in the amount of \$40.00, which includes the fee for recording the Assignment is enclosed.

Please charge deposit account 501210 in the amount of \$40.00 to cover the recording fee.

8. Please charge any additional fees due, or credit any overpayment to deposit account number 501210.

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.

Respectfully submitted,

BROUSE MCDOWELL

February 3, 2004
Date

Telephone No.: (330) 535-9999
Fax No.: (330) 535-5000

Heather M. Barnes
Heather M. Barnes, Esq.
Reg. No. 44,022
500 First National Tower
106 S. Main Street
Akron, Ohio 44308-1471

Total number of pages comprising cover sheet: 2

TRADEMARK ASSIGNMENT

WHEREAS, A-Seal Basement Waterproofing, Inc., of 1341 Copley Road, Akron, Ohio 44320 ("Assignor"), has adopted, used and is using the mark referenced below, which is registered in the U.S. Patent and Trademark Office:

<u>U.S. Trademark Appln. No./</u> <u>Registration No.</u>	<u>Mark</u>	<u>Filing Date</u>
76/292,851	AQUAJETS	July 31, 2001

WHEREAS, B-Dry Systems, Inc., of 1341 Copley Road, Akron, Ohio 44320 ("Assignee"), is desirous of acquiring said mark and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above-identified registration thereof, including without limitation any and all rights to sue and collect damages for infringement (whether occurring before or after the effective date).

IN WITNESS WHEREOF, Assignor has signed this Trademark Assignment through its duly authorized representative, as of September 29, 2003.

Assignor:

By: Joseph Bevilacqua
Joseph Bevilacqua

Its: _____

STATE OF Ohio)

COUNTY OF Summit)

On this 29th day of September, 2003, before me, a Notary Public in and for the County and State aforesaid, personally appeared Joseph Bevilacqua to me known, and known to me to be the President of **A-Seal Basement Waterproofing, Inc.** (Assignor) and acknowledged that he executed the foregoing document by authority of **A-Seal Basement Waterproofing, Inc. (Assignor)** and for the uses and purposes therein expressed.



John E. [Signature]
NOTARY

JOHN E. [Name] / Public
My Commission Expires April 11, 2004

The foregoing assignment is hereby accepted:

Assignee:

By: Joseph Bevilacqua
Joseph Bevilacqua

Its: President

STATE OF Ohio)

COUNTY OF Summit)

On this 29th day of September, 2003, before me, a Notary Public in and for the County and State aforesaid, personally appeared Joseph Bevilacqua to me known, and known to me to be the president of **B-Dry Systems, Inc. (Assignee)** and acknowledged that he executed the foregoing document by authority of **B-Dry Systems, Inc. (Assignee)** and for the uses and purposes therein expressed.

John B. Morgan
NOTARY

#548067 v1



JOHN B. MORGAN, Notary Public
State of Ohio
My Commission Expires April 11, 2004