

Form PTO-1594 (Rev. 06/04)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
 Douglass E. HUGHES

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Citizenship (see guidelines) U.S.A.
 Execution Date(s): May 3, 2004
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Yes No

Additional names, addresses or citizenship attached?
 Name: POLLY ACQUISITION, INC.
 Internal
 Address: _____
 Street Address: 400 RESEARCH PARKWAY
 City: MERIDEN
 State: CONNECTICUT
 Country: USA Zip: 06450

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership _____
 Corporation Citizenship U.S.A.
 Other _____ Citizenship _____

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)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

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

identification or description of the Trademark.
 B. Trademark Registration No.(s)
2,446,738

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: STEVEN C. PETERSEN, ESQ.
 Internal Address: _____
 Street Address: 1200 17th STREET, SUITE 1500
 City: DENVER
 State: CO Zip: 80202
 Phone Number: 720.406.5315
 Fax Number: 720.406.5301
 Email Address: SCPETERSEN@HHLAW.COM

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.8(b)(6) & 3.41) \$ 40.00

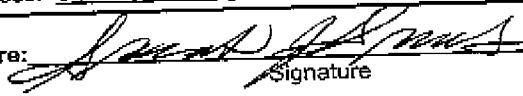
Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number 50-1.23

Authorized User Name: SARAH J. SMITH, PATENT AGENT

9. Signature:  Signature _____ Date: Sept 22, 2004

SARAH J. SMITH, PATENT AGENT
 Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 601123 2446738

TRADEMARK ASSIGNMENT

WHEREAS, DOUGLASS E. HUGHES, an individual residing at 3457 Iris Court, Boulder, Colorado 80304 ("Assignor"), is using or has used and is record owner of that certain trademark registration listed on Schedule A annexed hereto (the "Mark"); and


WHEREAS, POLLY ACQUISITION, INC., a corporation duly organized under the laws of the state of Delaware and having a principal office at 400 Research Parkway, Meriden, Connecticut 06450 ("Assignee"), is desirous of acquiring the Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Mark, together with the goodwill of the business symbolized by it throughout the world and all registrations and pending applications therefore, in all countries throughout the world, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor further agrees to execute any and all documents necessary or desirable to properly vest full right, title and interest in and to the Mark throughout the world in the name of Assignee and its successors and assigns or which may be necessary to obtain, maintain, issue or enforce said Mark.


Assignor also hereby grants the law firm of EDWARDS & ANGELL, LLP, the power to insert on this Trademark Assignment any further identification that may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment, and Assignee has caused this Trademark Assignment to be executed by its duly authorized representative on this 3rd day of May, 2004.



Douglass E. Hughes

POLLY ACQUISITION, INC.

By: 

Name: John A. Tomich
Title: Secretary

State of)
) ss.:
County of)

On this 4th day of May, 2004, before me personally appeared Douglass E. Hughes to me personally known, who, being duly sworn, did say that he duly executed the foregoing instrument and did acknowledge said instrument to be his free act and deed.

Winnie M. [unclear]
NOTARY PUBLIC
My Commissioner Expires: 10-14-07
10/14/07

State of Connecticut)
) ss.: Meriden
County of New Haven)

On this 3 day of May, 2004, before me personally appeared *John A. Tomic* to me personally known, who, being duly sworn, did say that he is the *Secretary* of POLLY ACQUISITION, INC. and that he duly executed the foregoing instrument for and on behalf of POLLY ACQUISITION, INC. being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Quinn T. O'Connor
NOTARY PUBLIC
My Commissioner Expires: 2/28/07

SCHEDULE A

<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
United States of America	POWER FILTER	2446738	April 24, 2001