

5/10/04



05-14-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

DEPARTMENT OF COMMERCE Patent and Trademark Office

102745159

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

1. Name of conveying party(ies):

Environmental Systems Products, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State (Delaware)
 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: April 27, 2004

2. Name and address of receiving party(ies)

Name: Environmental Systems Products Holdings Internal Inc.
Address: _____
Street Address: 11 Kripes Road
City: East Granby State: CT Zip: 06026

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

2219658; 1040870; 1002682

Additional number(s) attached Yes No

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

Name: Susan Neuberger Weller
Internal Address: Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.
Street Address: 12010 Sunset Hills Road, Suite 900
City: Reston State: VA Zip: 20190

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

Enclosed
 Authorized to be charged to deposit account


8. Deposit account number: 50-0311

(Attach duplicate copy of this page if paying by deposit account)

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.

Susan Neuberger Weller  May 10, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

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01 FC:0521
02 FC:0522

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

TRADEMARK
REEL: 002966 FRAME: 0290

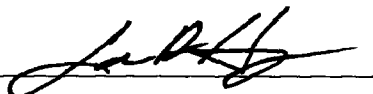
TRADEMARK ASSIGNMENT

WHEREAS, Environmental Systems Products, Inc. ("Assignor"), a Delaware corporation, with a business address at 11 Kripes Road, East Granby, Connecticut, 06026, has adopted and used in commerce the trademarks which are registered in the U.S. Patent and Trademark Office, Registration No. 2,219,658, registered January 19, 1999, for the mark SYSTEM ONE, Registration No. 1,040,870, registered June 8, 1976, for the mark AUTOSENSE, and Registration No. 1,002,682, registered January 28, 1975, for the mark AUTOSENSE (collectively "Marks"); and

WHEREAS, Environmental Systems Products Holdings Inc. ("Assignee"), a Delaware corporation, with a business address at 11 Kripes Road, East Granby, Connecticut, 06026 ("Assignee") desires to acquire the Marks, Registration Nos. 2,219,658, 1,040,870, and 1,002,682, and the goodwill thereof.

NOW, THEREFORE, for good and valuable consideration the sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, titles, and interests in the Marks and Registration Nos. 2,219,658, 1,040,870, and 1,002,682, together with the goodwill of the business symbolized by the Marks, as well as the right to sue for and collect damages for past infringements.

ENVIRONMENTAL SYSTEMS PRODUCTS, INC.

By: 

Name: Laurence D. Hurwitz

Title: Vice President

Dated: April 27, 2004