

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Itron, Inc.		11/01/2004	CORPORATION: WASHINGTON

RECEIVING PARTY DATA	
Name:	Pondera Engineers, LLC
Street Address:	P.O. Box 570
City:	Veradale
State/Country:	WASHINGTON
Postal Code:	99037-0570
Entity Type:	Limited Liability Company: WASHINGTON

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2468735	LASERAMAZER
Serial Number:	78197299	TL-PRO
Serial Number:	78197303	TL-PRO DESIGN STUDIO
Serial Number:	78197301	TL-PRO DESIGNER

CORRESPONDENCE DATA	
Fax Number:	(206)359-9000
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	206.359.8000
Email:	pctrademarks@perkinscoie.com
Correspondent Name:	Perkins Coie LLP /Attn: Grace J. Han
Address Line 1:	1201 Third Avenue, Suite 4800
Address Line 4:	Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	10145-4000
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NAME OF SUBMITTER:	Ruth L. Walters
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Total Attachments: 6

CH \$115.00 2468735

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ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, Itron, Inc. ("Assignor"), a Washington corporation with its principal place of business at 2818 North Sullivan Road, Spokane, Washington 99216, has common law rights in the mark(s) that are the subject of this assignment and as shown in the attached Exhibits and incorporated herein by reference, and;

WHEREAS Assignor is the owner of the trademark LASERAMAZER and NIP & TUCK and the registrations set forth in Exhibit 1 and incorporated herein by reference;

WHEREAS, Assignor is the owner of the trademark TL-PRO, TL-PRO DESIGNER and TL-PRO DESIGN STUDIO, and the trademark applications and registrations as set forth in Exhibit 2 and incorporated herein by reference;

WHEREAS, Pondera Engineers, LLC ("Assignee"), a Washington corporation with its principal place of business at P.O. Box 570, Veradale, Washington 99037-0570, is desirous of acquiring said common law rights, applications, registrations and the entire goodwill and business associated therewith in the connection with the marks as set forth in Exhibits 1 and 2;

WHEREAS this Assignment pertains to the entire portion of the Assignor's business to which the marks in Exhibits 1 and 2 pertain;

WHEREAS, the Assignment acknowledges that the rights acquired under this agreement are limited solely to the marks referenced herein and shown on the attached Exhibits 1 and 2;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the marks, applications and registrations set forth in Exhibits 1 and 2 together with that portion of its business relating to the marks and the goodwill appurtenant thereto.

Signed this 1st day of November, 2004.

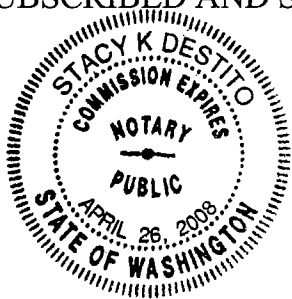
Itron, Inc.

By Russell N. Fairbanks Jr
Name: Russell N. Fairbanks, JR.
Title: Vice President, General Counsel

STATE OF Washington)
COUNTY OF Spokane) ss.

On the 1st day of November, 2004, before me personally appeared Russell Fairbanks Jr, the person who signed the foregoing instrument, who being by me duly sworn, acknowledged that he/she is the VP/General Counsel of Itron, the corporation described in and which executed the foregoing instrument, that he/she has signed said instrument as a free act on behalf of said corporation, and that he/she has the authority to act on behalf of, and bind, said corporation.

SUBSCRIBED AND SWORN to before me on the date stated above.



Stacy K Destito
NOTARY PUBLIC in and for the State of Washington, residing at Spokane
My Appointment Expires: April 26, 2008

EXHIBIT 1

TRADEMARK REGISTRATIONS

Mark	Country	Class	App. No. Reg. No.	App. Date Reg. Date	Status
LASERAMAZER	United States	009	75/549,129 2,468,735	9/8/1998 7/17/2001	Registered
NIP & TUCK	United States	042	75228411 2,119,964	1/21/1997 12/9/1997	Cancelled

EXHIBIT 2

PENDING "INTENT-TO-USE" APPLICATIONS

Mark	Country	Class	App. No. Reg. No.	App. Date Reg. Date	Status
TL-PRO	Australia	009	958872 958872	6/23/2003 11/3/2003	Registered
TL-PRO DESIGN STUDIO	Australia	009	958874 958874	6/23/2003 11/3/2003	Registered
TL-PRO DESIGNER	Australia	009	958873 958873	6/23/2003 11/3/2003	Registered
TL-PRO	Brazil	009	825622018	6/23/2003	Pending
TL-PRO DESIGN STUDIO	Brazil	009	825621992	6/23/2003	Pending
TL-PRO DESIGNER	Brazil	009	825622000	6/23/2003	Pending
TL-PRO	Canada	000	1,182,390	6/23/2003	Pending
TL-PRO DESIGN STUDIO	Canada	000	1,182,388	6/23/2003	Pending
TL-PRO DESIGNER	Canada	000	1,182,389	6/23/2003	Pending
TL-PRO	Community	009, 035, 042	3237501	6/23/2003	Pending
TL-PRO DESIGN STUDIO	Community	009, 035, 042	3237708	6/23/2003	Pending
TL-PRO DESIGNER	Community	009, 035, 042	3237435	6/23/2003	Pending
TL-PRO	India	009	1208683	6/23/2003	Pending
TL-PRO DESIGN STUDIO	India	009	1208685	6/23/2003	Pending
TL-PRO DESIGNER	India	009	1208684	6/23/2003	Pending
TL-PRO	Mexico	009	606728	6/23/2003	Pending

Mark	Country	Class	App. No. Reg. No.	App. Date Reg. Date	Status
TL-PRO DESIGN STUDIO	Mexico	009	606727	6/23/2003	Pending
TL-PRO DESIGNER	Mexico	009	606729	6/23/2003	Pending
TL-PRO	Peru	009	183331 014296	6/23/2003 12/3/2003	Registered
TL-PRO DESIGN STUDIO	Peru	009	183332 014648	6/23/2003 12/12/2003	Registered
TL-PRO DESIGNER	Peru	009	183333 014567	6/23/2003 12/10/2003	Registered
TL-PRO	Philippines	009	4-2003-05554	6/23/2003	Pending
TL-PRO DESIGN STUDIO	Philippines	009	4-2003-05555	6/23/2003	Pending
TL-PRO DESIGNER	Philippines	009	4-2003-05558	6/23/2003	Pending
TL-PRO	South Africa	009	2003/10281	6/23/2003	Pending
TL-PRO DESIGN STUDIO	South Africa	009	2003/10283	6/23/2003	Pending
TL-PRO DESIGNER	South Africa	009	2003/10282	6/23/2003	Pending
TL-PRO	Thailand	009	522106	6/23/2003	Pending
TL-PRO DESIGN STUDIO	Thailand	009	522108	6/23/2003	Pending
TL-PRO DESIGNER	Thailand	009	522107	6/23/2003	Pending
TL-PRO	United States	009	78/197,299	12/23/2002	Pending
TL-PRO DESIGN STUDIO	United States	009	78/197,303	12/23/2002	Pending
TL-PRO DESIGNER	United States	009	78/197,301	12/23/2002	Pending