



05-28-2004



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

RECORDATION FC TRADEMA

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

5.25.04

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: May 19, 2004

2. Name and address of receiving party(ies)

Name: Environmental Systems Products Holdings Inc

Internal 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)

2229569

Additional number(s) attached Yes No

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

Name: Tracy M. Benjamin

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: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- 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)

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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.

Tracy M. Benjamin Name of Person Signing

[Signature] Signature

May 25, 2004 Date

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

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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: 002976 FRAME: 0571

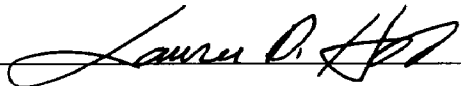
TRADEMARK ASSIGNMENT

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 trademark which is registered in the U.S. Patent and Trademark Office, Registration No. 2,229,569, registered March 2, 1999, for the mark SYSTEM ONE THE ONLY SOLUTION IN EMISSIONS TESTING YOU CAN COUNT ON ("Mark"); 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 Mark, Registration No. 2,229,569, 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 Mark and Registration No. 2,229,569, together with the goodwill of the business symbolized by the Mark, 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: May 19, 2004