

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                  |                |
|------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
|------------------|----------------|

|                       |  |
|-----------------------|--|
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
|-----------------------|--|

|                      |          |                |                       |
|----------------------|----------|----------------|-----------------------|
| CONVEYING PARTY DATA |          |                |                       |
| Name                 | Formerly | Execution Date | Entity Type           |
| IP Holding Company   |          | 08/19/2003     | CORPORATION: DELAWARE |

|                      |   |
|----------------------|---|
| RECEIVING PARTY DATA |   |
| Name:                | U.S. Filter Surface Preparation Group, Inc. |
| Street Address:      | 215 Union Boulevard                         |
| Internal Address:    | Suite 315                                   |
| City:                | Lakewood                                    |
| State/Country:       | COLORADO                                    |
| Postal Code:         | 80228                                       |
| Entity Type:         | CORPORATION: DELAWARE                       |

| PROPERTY NUMBERS Total: 4 |         |            |
|---------------------------|---------|------------|
| Property Type             | Number  | Word Mark  |
| Registration Number:      | 420013  | HONITE     |
| Registration Number:      | 410216  | WHEELAPEEN |
| Registration Number:      | 1083208 | BLASTRAC   |
| Registration Number:      | 657738  | LONG-LYFE  |

|  |  |
|--|--|
| CORRESPONDENCE DATA  |  |
| Fax Number:  | (617)395-7070                            |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |  |
| Phone:   | 617-395-7000                             |
| Email:   | awmtrademarks@ll-a.com                   |
| Correspondent Name:  | Aaron W. Moore, Lowrie, Lando & Anastasi |
| Address Line 1:  | One Main Street                          |
| Address Line 2:  | Riverfront Office Park                   |
| Address Line 4:  | Cambridge, MASSACHUSETTS 02142           |

|                         |            |
|-------------------------|------------|
| ATTORNEY DOCKET NUMBER: | W0494-4000 |
|-------------------------|------------|

|                    |                  |
|--------------------|------------------|
| NAME OF SUBMITTER: | Stephanie Godino |
|--------------------|------------------|

CH \$115.00 420013

**Total Attachments: 3**

source=Assignment IP Holding to USFSPG#page1.tif

source=Assignment IP Holding to USFSPG#page2.tif

source=Assignment IP Holding to USFSPG#page3.tif

## INTELLECTUAL PROPERTY ASSIGNMENT

WHEREAS, **IP Holding Company**, a corporation of the State of Delaware, having a place of business at 40-004 Cook Street, Palm Desert, California 92211, United States of America, (hereinafter "Assignor"), owns all right, title and interest in or associated with: (A) the trademarks that are registered or have applications to register pending set forth on Exhibit A attached hereto and all goodwill related thereto and (B) the issued patents and patent applications set forth on Exhibit B attached hereto (collectively, the "Intellectual Property");

WHEREAS, **U.S. Filter Surface Preparation Group, Inc.**, a corporation of the State of Delaware, having a place of business at 215 Union Boulevard, Suite 315, Lakewood, CO, 80228, United States of America (hereinafter "Assignee"), is desirous of acquiring all right, title and interest in and to said Intellectual Property, pursuant to the terms of that certain Stock Purchase Agreement, dated as of July 20, 2003, by and between United States Filter Corporation and International Surface Preparation Corporation (hereinafter, the "Stock Purchase Agreement");

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged:

1. The Assignor:

a. hereby sells, assigns and transfers unto the Assignee, its successors, assigns and legal representatives, the full and exclusive right, title and interest in and to the Intellectual Property;

b. agrees from time to time to execute and deliver all such other and further instruments and documents as may be necessary to transfer and convey the Intellectual Property to Assignee, its successors, assigns and legal representatives; and

c. agrees to furnish to Assignee upon its request and without further consideration all records in the possession of Assignor necessary to establish priority of invention in any interference or similar proceeding in connection with any of the Intellectual Property.

2. No representations and warranties, or indemnification agreements with respect to the Intellectual Property, are made in this Assignment but instead are expressly disclaimed, it being understood and agreed that all of the rights of Assignor and Assignee with respect to the Intellectual Property are governed by the Stock Purchase Agreement.

[Remainder of this page intentionally left blank.]

DULY EXECUTED and delivered by Assignor on August 19, 2003.

IP HOLDING COMPANY

By: Stephen P. Stanczak  
Name: Stephen P. Stanczak  
Title: President

Witnesses:

Natalie Poston  
Name:

Man Rad  
Name: Man Rad

ACKNOWLEDGED and agreed to by Assignee on August 19, 2003.

U.S. FILTER SURFACE PREPARATION GROUP, INC.

By: [Signature]  
Name: Robert E. Joyce, Jr.  
Title: President

Witnesses:

Bruce J. Bumbly  
Name: Bruce J. Bumbly

Name:

Exhibit A

Trademarks

| Trademark | Country | Classes | Status | Application Number | Filing Date | Registration No. | Registration Date |
|-----------|---------|---------|--------|--------------------|-------------|------------------|-------------------|
|-----------|---------|---------|--------|--------------------|-------------|------------------|-------------------|

*Redacted*

|                       |     |   |            |           |             |         |             |
|-----------------------|-----|---|------------|-----------|-------------|---------|-------------|
| BLASTRAC (AND DESIGN) |     |   |            |           |             |         |             |
|                       | USA | 7 | Registered | 130901    | 20-Jun-1977 | 1083208 | 24-Jan-1978 |
| HONITE                | USA | 4 | Registered | 486425    | 28-Jul-1945 | 420013  | 19-Mar-1946 |
| LONG-LYFE             | USA | 7 | Registered | 72/032794 | 27-Jun-1957 | 0657738 | 28-Jan-1958 |
|                       |     |   |            |           |             |         |             |
|                       |     |   |            |           |             |         |             |
|                       |     |   |            |           |             |         |             |
|                       |     |   |            |           |             |         |             |
|                       |     |   |            |           |             |         |             |
| WHEELAPEEN            | USA | 7 | Registered | 470843    | 02-Jun-1944 | 410216  | 14-Nov-1944 |