

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	01/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Phoenix Controls Corporation		01/01/2005	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Honeywell International Inc.
Street Address:	101 Columbia Road
City:	Morristown
State/Country:	NEW JERSEY
Postal Code:	07962
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1791412	ACCEL
Registration Number:	2343883	CELERIS
Registration Number:	2358049	C
Registration Number:	2383491	LABPRO
Registration Number:	2325129	PHOENIX CONTROLS
Registration Number:	2416086	PHOENIX CONTROLS
Registration Number:	2201025	UBC
Registration Number:	2183122	USAGE BASED CONTROL
Registration Number:	2265802	ZONE PRESENCE SENSOR
Registration Number:	2140865	ZPS

CORRESPONDENCE DATA

CH \$265.00 1791412

Fax Number: (973)455-5904
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (973) 455-2000
Email: susan.giniger@honeywell.com
Correspondent Name: Honeywell International Inc.
Address Line 1: 101 Columbia Road
Address Line 4: Morristown, NEW JERSEY 07962

NAME OF SUBMITTER:	David A. Cohen
Signature:	/david.a.cohen/
Date:	05/26/2005

Total Attachments: 2
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ASSIGNMENT OF TRADEMARK

WHEREAS, Phoenix Controls Corporation, a Massachusetts corporation, having a place of business at 55 Chapel Street, Newton, MA, is the owner of record of the Trademarks set forth on the attached Schedule A:

WHEREAS, Honeywell International Inc., a business organized under the laws of Delaware, having a place of business at 101 Columbia Road, Morristown, NJ is desirous of acquiring the entire right, title and interest in and to said Trademarks set forth on the attached Schedule A and goodwill associated therewith.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged; Phoenix Controls Corporation hereby assigns to Honeywell International Inc. all right, title and interest in and to said trademarks, together with the good will of the business symbolized thereby.

Phoenix Controls Corporation

By



David A. Cohen
Assistant Secretary

January 1, 2005

Schedule A to Phoenix Controls Corporation Assignment

Mark Name	Country	Current Appl. No	Current Reg No
ACCEL	USA	74/345726	1791412
CELERIS	USA	75/221102	2343883
CELERIS (Stylized)	USA	75/333327	2358049
LABPRO	USA	74/622290	2383491
PHOENIX CONTROLS	USA	75/332936	2325129
PHOENIX CONTROLS	USA	75/333339	2416086
UBC	USA	75/251136	2201025
USAGE BASED CONTROL	USA	75/251135	2183122
ZONE PRESENCE SENSOR	USA	75/251143	2265802
ZPS	USA	75/256740	2140865

Mark Name	Country	Current Appl. No	Current Reg No
ACCEL	Japan	172805/1997	4422773
PHOENIX CONTROLS	CTM	734095	734095