

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vogt Power International, Inc.		05/22/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Babcock Power Environmental Inc.		
<b>Street Address:</b>	5 Neponset Street		
<b>City:</b>	Worcester		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	01606-3725		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78693276	RSCR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(502)587-6391		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	502-587-3400		
<b>Email:</b>	jkovalcik@stites.com		
<b>Correspondent Name:</b>	Jennifer L. Kovalcik		
<b>Address Line 1:</b>	400 West Market Street		
<b>Address Line 2:</b>	Stites & Harbison, Suite 1800		
<b>Address Line 4:</b>	Louisville, KENTUCKY 40202		
<b>ATTORNEY DOCKET NUMBER:</b>	NE094/00NE6-H		
<b>NAME OF SUBMITTER:</b>	Memorie Stofferahn		
<b>Signature:</b>	/memorie stofferahn/		
<b>Date:</b>	05/26/2006		

OP \$40.00 78693276

Total Attachments: 2

source=RSCR Assignment#page1.tif

source=RSCR Assignment#page2.tif

**ASSIGNMENT OF TRADEMARKS**


WHEREAS, Vogt Power International Inc., Delaware corporation with a principal place of business located at 4000 Dupont Circle, Suite 400, Louisville, Kentucky 40207 (hereinafter "Assignor"), is the record owner of the mark RSCR and Application Serial No. 78/693,276 to register the mark with the United States Patent & Trademark Office; and

WHEREAS, Babcock Power Environmental Inc., a Delaware corporation with a principal place of business located at 5 Neponset Street, Worcester, Massachusetts 01606 3725 (hereinafter "Assignee"), desires to acquire an assignment of the above-referenced trademark application together with the goodwill of the business symbolized by said mark; and

WHEREAS, Assignor and Assignee are related companies.

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, together with the goodwill of the business symbolized by the mark RSCR together with U.S. Application Serial No. 78/693,276.

VOGT POWER INTERNATIONAL INC.

  
\_\_\_\_\_  
Thomas C. Harmon, Chief Financial Officer

Date:           MAY 22, 2006

STATE OF KENTUCKY )  
 ) SS  
COUNTY OF JEFFERSON )

Subscribed, sworn, and acknowledged before me this 22<sup>nd</sup> day of MAY, 2006 by  
Thomas C. Harmon on behalf of Vogt Power International Inc.

My commission expires: 02/15/2010

Cindy R Williams  
Notary Public

[SEAL]

NE094:00NE6:523071:1:LOUISVILLE