

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
Mannix Testing and Measurement Corp.		09/28/2006	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	General Tools Mfg. Co., LLC		
Street Address:	80 White Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10013		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2051768	MANNIX	
CORRESPONDENCE DATA			
Fax Number:	(212)688-2870		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-836-4929		
Email:	majhar@hartmancraven.com		
Correspondent Name:	Marsha G. Ajhar		
Address Line 1:	488 Madison Avenue		
Address Line 2:	Hartman & Craven LLP		
Address Line 4:	New York, NEW YORK 10022		
NAME OF SUBMITTER:	Marsha G. Ajhar		
Signature:	/mga/		
Date:	10/26/2006		

OP \$40.00 2051768

Total Attachments: 2

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ASSIGNMENT OF TRADEMARKS AND TRADE NAMES

WHEREAS, MANNIX TESTING AND MEASUREMENT CORP., a corporation organized and existing under the laws of the State of New York, with a place of business at 600 Broadway, Lynbrook, New York 11563 (hereinafter "ASSIGNOR"), is the owner of all right, title and interest in and to the following trademarks and trade names:

MANNIX MANNIX-INST.COM Mannix Testing and Measurement Corp.
(hereinafter, collectively, the "Marks and Names"); and

WHEREAS, GENERAL TOOLS MFG. CO., LLC, a limited liability company organized and existing under the laws of the State of New York, with a place of business at 80 White Street, New York, New York 10013 (hereinafter "ASSIGNEE"), is desirous of acquiring all right, title and interest in and to the Marks and Names, including United States Trademark Registration No. 2,051,768 for the MANNIX mark, the associated good will and any and all common law or other proprietary rights acquired by ASSIGNOR by virtue of its on-going and continuous use of the Marks and Names in interstate commerce.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign, sell, transfer, convey and grant to ASSIGNEE, its successors and assigns, all right, title and interest in and to the Marks and Names, including United States Trademark Registration No. 2,051,768 for MANNIX, together with the goodwill of ASSIGNOR's business connected with the use of and symbolized by the Marks and Names.

This assignment also includes any claims, demands, damages, actions and/or causes of action based, in whole or in part, on infringement of the Marks and/or Names by any third party, including, without limitation, the right to recover for any past infringement thereof.

Executed this 28th day of September, 2006, at New York, New York.

MANNIX TESTING AND MEASUREMENT CORP.

By: _____

Name: Edward Mann
Title: President

State of New York }
 } SS:
County of New York }

Before me personally appeared Edward Mann
and acknowledged the foregoing authorized instrument to be duly
executed by him this 28th day of September, 2006.

Michael Paradise

Notary Public

Seal

MICHAEL S. PARADISE
Notary Public, State of New York
No. 31-4977329
Qualified in New York County
Commission Expires February 4, 1993
/ 2007