

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AEA Technology plc		10/09/2006	COMPANY: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	DeltaRail Group Ltd
Street Address:	4 St Christopher's Way, Pride Park
Internal Address:	Jubilee House
City:	Derby
State/Country:	UNITED KINGDOM
Postal Code:	DE24 8LY
Entity Type:	COMPANY: UNITED KINGDOM

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2842362	TRACKMASTER
Registration Number:	2665624	TRACKMON
Registration Number:	2785386	ENGMON
Registration Number:	2857190	TREADVIEW
Registration Number:	2665625	ICHEX
Registration Number:	2645396	WHEELCHEX
Registration Number:	2896434	LINECHEX
Registration Number:	2806258	HAZLO

CORRESPONDENCE DATA

Fax Number: (703)491-8444
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-491-8880
 Email: WilliamHolt@HoltLawOffices.com
 Correspondent Name: William H Holt

OP \$215.00 2842362

Address Line 1: 12311 Harbor Drive
Address Line 4: Woodbridge, VIRGINIA 22192

ATTORNEY DOCKET NUMBER: AEA-DELTARAIL

DOMESTIC REPRESENTATIVE

Name: William H Holt
Address Line 1: 12311 Harbor Drive
Address Line 4: WOODBRIDGE, VIRGINIA 22192

NAME OF SUBMITTER: William H Holt

Signature: /William H. Holt/

Date: 11/26/2006

Total Attachments: 1
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ASSIGNMENT OF TRADE MARKS

BETWEEN:

(1) AEA Technology plc (company number 03095862) of 329 Harwell, Didcot, Oxfordshire, OX11 0QJ , United Kingdom ("the Assignor"), and

(2) DeltaRail Group Ltd (company number 05839985) of Jubilee House, 4 St Christopher's Way, Pride Park, Derby, DE24 8LY, United Kingdom (formerly called Rail Newco 2 Ltd) ("the Assignee")

WHEREAS

(A) the Assignor is the registered owner of the following US trade marks:

Reference	Reg/App Number	Classes	Mark
15284 LgDe	2842362	9	TRACKMASTER
15504 MdDe	2665624	9	TrackMon
15505 MdDe	2785386	9	EngMon
15506 MdDe	2857190	9	TreadVIEW
15507 MdDe	2665625	9	IChex
15508 MdDe	2645396	9	WheelChex
15515 MdDe	2896434	9	LineChex
15623 MdDe	2806258	9	HAZLO

which are hereafter referred to as the Marks.

(B) under the provisions of an Agreement dated 2 September 2006 between the Assignor and the Assignee, the Assignor has agreed to transfer the ownership of various assets, including the Marks, to the Assignee.

NOW THIS DEED WITNESSETH as follows:

1. The Assignor hereby assigns to the Assignee, in consideration for the payment specified in the Agreement, its legal and beneficial ownership of the Marks, including the goodwill of the business symbolised by the Marks, and the registrations thereof, in respect of the United States of America.
2. The Assignor hereby covenants with the Assignee that it will at the request and cost of the Assignee render all such documents and things as may from time to time be necessary for giving effect to this Assignment and for its registration at the appropriate Patent Offices.
3. This assignment shall be governed by and construed in accordance with English law.

IN WITNESS WHEREOF this Assignment has been executed by the parties.

Signed for and on behalf of AEA Technology plc
by

P. GREENFIELD (on behalf of AEA Technology plc
by virtue of a Power of Attorney dated 18th February 2006)

Signed for and on behalf of DeltaRail Group Ltd
by

Date:

9/10/06

A GREENWOOD