

Form PTO-1594
1-31-92

U.S. Department of Commerce
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Our Ref.: 2075-14

Mail Stop Assignment Recordation Services

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): APV UK Limited</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State: <input checked="" type="checkbox"/> Other: <u>United Kingdom Company</u></p> <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Assignment <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____</p> <p>Execution Date: <u>March 31, 2006</u></p>	<p>2. Name and address of receiving party(ies): Name: <u>BAKER PERKINS LIMITED</u> Internal Address: _____ Street Address: <u>The Director General's House</u> <u>Rockstone Place</u> City: <u>Southampton</u> State/Country: <u>United Kingdom</u> Zip: <u>SO15 2EP</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Designations must be a separate document from Assignment) Additional name/s & address/es attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is: _____


<p>A. Trademark Application No.(s)</p> <p>(1) _____ (2) _____ (3) _____</p>	<p>B. Trademark Registration No.(s)</p> <p>(1) <u>1,285,827</u> (2) _____ (3) _____</p>
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Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Donna J. Bunton</u> Internal Address: _____ Street Address: <u>Nixon & Vanderhye P.C.</u> <u>901 North Glebe Road</u> <u>11th Floor</u> City <u>Arlington</u> State: <u>VA</u> Zip: <u>22203</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41)(8521; \$40) (8522; \$25)\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account #14-1140</p> <p>8. The Commissioner is hereby authorized to charge any deficiency, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.</p>
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DO NOT USE THIS SPACE

9. Statements and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Donna J. Bunton  November 28, 2006
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: _____

DJB:ew

G/H \$40.00 141140 1285827

DATED

MARCH 31, 2006

- (1) APV UK LIMITED
- (2) BAKER PERKINS LIMITED

**ASSIGNMENT OF REGISTERED
TRADEMARKS AND REGISTERED
TRADEMARK APPLICATIONS**

March 31, 2006

THIS AGREEMENT is made on

BETWEEN

- (1) APV UK LIMITED (registered number 00068014) whose registered office is at Portland House, Bressenden Place, London SW1E 5BF, United Kingdom ("the Assignor"); and
- (2) BAKER PERKINS LIMITED (registered number 5708493) whose registered office is at The Director General's House, Rockstone Place, Southampton SO15 2EP ("the Assignee")

BACKGROUND

- (A) By an asset purchase sale agreement dated February 27, 2006 between, *inter alia*, APV North America, Inc., the Assignor and the Assignee ("the APA") the Assignor has agreed with the Assignee for the sale to the Assignee of (inter alia) the UK Business Intellectual Property (as defined in the APA) including the Trademarks and the Applications.
- (B) The Assignor is the registered proprietor of the registered trade marks ("the Trademarks") detailed in **Schedule 1**.
- (C) The Assignor has applied to register the trade marks detailed in **Schedule 2** ("the Applications").

OPERATIVE PROVISIONS

1. ASSIGNMENT

In consideration of the payment of £1 paid by the Assignee to the Assignor, receipt of which is hereby acknowledged, the Assignor assigns to the Assignee with full title guarantee the Trademarks and the Applications and the full and exclusive benefit of each of them, together with the goodwill in relation to the Trademarks and the Applications, including all statutory and common law rights, and the right to sue for past infringements and the right to retain any damages or other benefit as a result of such action and the right to have the Applications registered in the name of the Assignee.

2. **FURTHER ASSURANCE**

The Assignor, at the Assignee's expense, will do or procure the doing of all acts and things and execute or procure the execution of all such documents as the Assignee reasonably considers necessary to give full effect to the terms of this Agreement.

3. **CONTRACTS (RIGHTS OF THIRD PARTIES) ACT 1999**

The parties to this Agreement do not intend that any of its terms will be enforceable by virtue of the Contracts (Rights of Third Parties) Act 1999 by any person not a party to it.

4. **GOVERNING LAW AND JURISDICTION**

4.1 The formation, existence, construction, performance, validity and all aspects whatsoever of this Agreement or of any term of this Agreement shall be governed by the laws of England and Wales.

4.2 The courts of England and Wales will have non-exclusive jurisdiction to settle any disputes which may arise out of or in connection with this Agreement.

This document has been executed and delivered on the date stated at the beginning of this Agreement.

EXECUTED AS A DEED ON BEHALF OF

APV UK LIMITED BY:

R. M. M. M. M.
.....

A. Thomas
Per Pro Invenisys Secretaries Limited

DIRECTOR

DIRECTOR/SECRETARY

EXECUTED AS A DEED ON BEHALF OF BAKER PERKINS LIMITED BY:

.....

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DIRECTOR

DIRECTOR/SECRETARY

SCHEDULE 1**Registrations**

Mark	Country	Final No.	Applicant
MICROFILM	United Kingdom	2023478	APV UK plc
M-P	United Kingdom	B1052102	APV UK plc
MP	Community Trade Mark	2844769	APV UK Limited
TURBORADIANT	Australia	119030	APV Corporation Limited
TWEEDY	United States Of America	1285827	APV UK Limited

SCHEDULE 2**Applications**

Country	Mark	Number	Application Date	Class
CTM	MP	2844769	9/11/2002	7