

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	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>
Paragon Airheater Technologies, LLC		05/10/2010	LIMITED LIABILITY COMPANY: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Paragon Airheater Technologies, Inc.		
<b>Street Address:</b>	23143 Temescal Canyon Road		
<b>Internal Address:</b>	Suite B		
<b>City:</b>	Corona		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92883		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77745779	DURAFLEX	
<b>Serial Number:</b>	77745812	DURAMAX	
<b>Serial Number:</b>	77745836	DURASHIELD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(617)937-2400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	617-937-2418		
<b>Email:</b>	aanderson@cooley.com		
<b>Correspondent Name:</b>	Anna Anderson c/o Cooley LLP		
<b>Address Line 1:</b>	777 6th Street, N.W.		
<b>Address Line 2:</b>	Suite 1100		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20001		
<b>ATTORNEY DOCKET NUMBER:</b>	309933-104		

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**900165554**

**TRADEMARK  
 REEL: 004231 FRAME: 0523**

NAME OF SUBMITTER:	Anna B. Anderson
Signature:	/Anna B. Anderson/
Date:	06/25/2010
Total Attachments: 4 source=Paragon TM Assignment#page1.tif source=Paragon TM Assignment#page2.tif source=Paragon TM Assignment#page3.tif source=Paragon TM Assignment#page4.tif	

## TRADEMARK ASSIGNMENT AGREEMENT

This agreement is made on the 10th day of May, 2010, between PARAGON AIRHEATER TECHNOLOGIES, LLC, a Nevada limited liability company ("*Assignor*"), and PARAGON AIRHEATER TECHNOLOGIES, INC., a Delaware corporation ("*Assignee*").

**WHEREAS**, Assignor has adopted, is using, and is the owner of the trademarks and corresponding United States trademark applications and registration identified on Schedule A attached hereto (collectively, the "*Trademarks*");

**WHEREAS**, Assignee desires to acquire the Trademarks and all goodwill associated therewith;

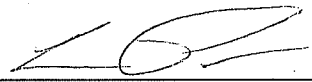
**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, (i) Assignor does hereby assign, sell, and transfer to Assignee, its successors and assigns, all of its right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by and associated with the Trademarks, (ii) Assignor hereby agrees that it shall not at any time dispute, contest or challenge, directly or indirectly, the validity or enforceability of Assignee's ownership of the Trademarks and the Assignor shall not counsel, procure or assist anyone else to do the same, and (iii) Assignor hereby agrees that it shall not apply for, or aid or abet others to apply for, registrations in any country of the intellectual property rights in the Trademarks or any variations thereof, alone or in combination..

- SIGNATURES ON NEXT PAGE -

**IN TESTIMONY WHEREOF**, each of Assignor and Assignee has executed this Assignment of Trademarks by a duly authorized officer.

Paragon Airheater Technologies, LLC,  
a Nevada limited liability company

Dated: May 10, 2010

By:   
Name: Cannon Pearson  
Title: C.O.O.

Paragon Airheater Technologies, Inc.  
a Delaware corporation

Dated: May 10, 2010

By: \_\_\_\_\_  
Name:  
Title:

IN TESTIMONY WHEREOF, each of Assignor and Assignee has executed this Assignment of Trademarks by a duly authorized officer.

Paragon Airheater Technologies, LLC,  
a Nevada limited liability company

Dated: May 10, 2010

By: \_\_\_\_\_  
Name:  
Title:

Paragon Airheater Technologies, Inc.  
a Delaware corporation

Dated: May 10, 2010

By:   
Name: KARE KHOURY  
Title: PRESIDENT

**SCHEDULE A**

<b>TRADEMARK</b>	<b>CLASSES OF GOODS &amp; SERVICES</b>	<b>APPL. NO./ DATE FILED</b>	<b>REG. NO./ REG. DATE</b>	<b>STATUS</b>
DURAFLEX	Class 6: Stainless steel seals for heat exchangers for industrial use in the power generation, refinery, and energy industries, and not for use in connection with air filters for commercial and residential use	77/745,779  05/27/09  <i>Date of First Use:</i> 04/01/05	3,728,181  12/22/09	REGISTERED  Declaration of Use due 12/22/15  Renewal Application due 12/22/19
DURAMAX	Class 6: Stainless steel seals for heat exchangers, not for use in connection with the marine industry	77/745,812  05/27/09  <i>Date of First Use:</i> 04/01/05		PENDING; OPPOSED  Opposition filed 10/23/2009 by Duramax Marine, LLC
DURASHIELD	Class 2: Heat and corrosive resistant coating for industrial applications where elevated temperatures occur	77/745,836  05/27/09  <i>Date of First Use:</i> 04/01/05		PENDING  Office Action response due September 4, 2010