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To the Honorable Commissioner of Pat

Attached original documents or copy thereof.

1. Name of conveying party(ies):

PENMETRICS, INC.

- Individual(s)
- General Partnership
- Corporation-State Oregon
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 20, 1998

2. Name and address of receiving party(ies):

Name: TDS ACQUISITION COMPANY

Internal Address:

Street Address: 1853 S.W. Airport Avenue

City: Corvallis State: OR ZIP: 97333

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Oregon
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

74/252,175
74/581,737
74/581,800

B. Trademark registration No.(s)

1,779,576 1,921,771
1,841,701 2,086,326
1,902,450

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kathryn Jennison Shultz

Internal Address: JENNISON & SHULTZ, P.C.

Street Address: Crystal Plaza #1, Suite 1102

2001 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41):..... \$ 215.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

RECEIVED
MAY 29 1998
ASST. DIR. OF PAT. & TRADEMARK OFFICE

05/29/1998 DCDATES 00000137 74252175

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 175.00 DP

9. Statement 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.

Kathryn Jennison Shultz
Name of Person Signing

May 27, 1998

Signature TRADEMARK Date

REEL: 732784 PAGE 0000

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ASSIGNMENT OF TRADEMARKS

WHEREAS, PENMETRICS, INC., a corporation organized and existing under the laws of the State of Oregon, whose business address is 225 Southwest Madison Avenue, Corvallis, Oregon 97333, has adopted, used and is using the U.S. trademarks listed on Schedule A annexed hereto and of the U.S. Trademark Registrations and Applications therefor ("marks"); and

WHEREAS, TDS ACQUISITION COMPANY, a corporation organized and existing under the laws of the State of Oregon, whose business address is 1853 S.W. Airport Avenue, Corvallis, Oregon 97333, is desirous of acquiring said marks, the registrations and applications to register therefor, and the good will of the business appertaining thereto;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said PENMETRICS, INC. does hereby assign unto the said TDS ACQUISITION COMPANY all right, title and interest in and to said marks, together with the good will of the business symbolized by the marks.

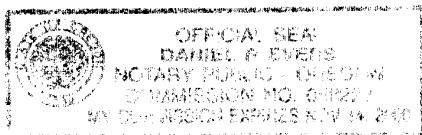
Dated this 20 day of May, 1998.

PENMETRICS, INC.

By James Cochell
James Cochell
President

State of Oregon)
County/City of Benton/Corvallis) ss.

On this 20th day of May, 1998, before me appeared James Cochell, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation.



[Signature]
Notary Public
TRADEMARK
REEL: 1732 FRAME: 0289

SCHEDULE A

U.S. Trademarks

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
PENMETRICS	1,779,576	June 29, 1993
FIELDFORMS	1,841,701	June 28, 1994
MAPMETRICS	1,902,450	July 4, 1995
FIELDPACK	1,921,771	September 26, 1995
FIELD TOOLS	2,086,326	August 5, 1997
<u>Mark</u>	<u>Ser. No.</u>	<u>Filing Date</u>
FIELDNOTES	74/252,175	March 5, 1992
FIELDNOTES MANAGER	74/581,737	October 4, 1994
FIELDNOTES GPS	74/581,800	October 4, 1994
