



## ASSIGNMENT

**WHEREAS**, U. S. Filter Wastewater Group, Inc., a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 2155 112<sup>th</sup> Avenue, Holland, Michigan 49424 (hereinafter referred to as USFWG), has adopted and is using the Marks set forth in SCHEDULE A attached hereof which they have used in various countries throughout the world including the United States; and

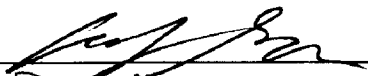
**WHEREAS**, Gas Technology Products LLC, a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 5455 Old Spanish Trail, Houston, Texas 77023 (hereinafter referred to as GTP), desires to acquire the Marks and the goodwill of the business associated with the Marks.

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, USFWG does hereby sell, assign and transfer to GTP the entire right, title, and interest in and to the registrations for said Marks and all of its right, title, and interest to said Marks not presently registered set forth in SCHEDULE A hereof, together with the goodwill of the business symbolized by the Marks and the registrations thereof, and all other rights which USFWG has enjoyed thereunder both in the United States and throughout all countries of the world, including any and all rights of recovery based on past infringement of said Marks and/or registrations, the same to be held and enjoyed by GTP, its successors, and assigns forever and to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof;

**AND FOR THE SAME CONSIDERATION**, USFWG also hereby covenants and agrees that, at the time of execution and delivery of these presents, USFWG is the sole and lawful owner of the entire right, title, and interest in and to the said registrations, applications, Marks and goodwill associated therewith and that the same are unencumbered and that USFWG has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

**AND FOR THE SAME CONSIDERATION**, USFWG hereby covenants and agrees that USFWG will, whenever counsel of GTP or the counsel of its successors, legal representatives, and assigns shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificates, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts reasonably necessary or desirable to be done for the procurement, maintenance, enforcement, and defense of said Marks and registrations thereof without charge to GTP, its successors, legal representatives, and assigns, other than reasonable costs and expenses incurred by USFWG or any of its employees, agents, and representatives in connection with the foregoing actions.

U. S. Filter Wastewater Group, Inc.

By:   
Name: David J. Spyer  
Title: Vice President

Date: July 1, 2001

Title	City	App. No.	Filing Date	Patent No.	Issue Date	Status	LOR*
LO-CAT II	USA	74/214764	10/10/92	1749681	2/2/93	Registered	USF
LO-CAT II	USA	74/297177	7/23/92	1823343	2/22/94	Registered	USF

Mark	Cty	App. No.	Filing Date	Reg. No.	Reg. Date	Status	Owner
BIOCARB	USA	75/054406	02/07/1996	2246906	03/02/1999	Registered	AIR
BIOCHEM	USA	299996	03/05/1981	1262748	01/03/1984	Registered	AIR
LO-CAT	USA	419115	3/28/83	1286668	7/24/84	Registered	AIR
LO-CAT	USA	73/419131	3/28/83	1289967	8/14/84	Registered	AIR
AQUA-CAT	USA			1732294		Abandoned	AIR
TRI-X	USA			1669046		Abandoned	AIR
CROWN & DROP DESIGN	USTX			49,586		Abandoned	AIR

Mark	Cty	App. No.	Filing Date	Reg. No.	Reg. Date	Status	Owner
SULFUR-RITE	USA	75/603699	12/11/98			Pending	GTP