

03-14-2002

Form PTO-1594

(Rev. 03/01)

OMB NO. 0651-0027 (exp. 5/31/2002)



102015294

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

Tab settings => =>

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
QUAD SYSTEMS CORPORATION
2-21-02

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

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

2. Name and address of receiving party(ies):
Name: TYCO ELECTRONICS CORPORATION
Internal _____
Address: _____
Street Address: 2901 Fulling Mill Road
City: Middletown State: PA Zip: 17057

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State Pennsylvania
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 9, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____
B. Trademark Registration No.(s) 1,396,464

Additional number(s) attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Hayley Werner
Internal Address: Paul, Weiss, Rifkind, Wharton & Garrison
03/13/2002 6TON11 00000088 500706 1396464
40.00 CH
50.00 CH
Street Address: 1285 Avenue of the Americas
City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
50-0706
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Hayley Werner _____
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 10

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002460 FRAME: 0751

B. Additional Trademark Registration Nos.

1,383,165

1,497,420

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT dated as of July 9, 2001 by and between QUAD SYSTEMS CORPORATION, a Delaware corporation and debtor and debtor-in-possession ("Assignor"), and TYCO ELECTRONICS CORPORATION, a Pennsylvania corporation ("Assignee").

WHEREAS, the Assignor is a debtor and debtor-in-possession in case no. 00-35667 filed under chapter 11 of title 11 of the United States Code, as amended (the "Bankruptcy Code"), pending before the United States Bankruptcy Court for the Eastern District of Pennsylvania.

WHEREAS Assignor is the owner of the trademark registrations listed on Exhibit A attached hereto, and various unregistered trademarks listed on Exhibit B attached hereto (the "Marks").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of May 31, 2001 (the "Asset Purchase Agreement"), pursuant to which Assignor agreed to assign all right, title and interest in and to the Marks and any and all goodwill associated with the Marks to Assignee;

WHEREAS Assignee desires to acquire the Marks and any and all goodwill associated with the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, assigns, and otherwise conveys to Assignee, pursuant to and in accordance with Section 365 of the Bankruptcy Code, all of Assignor's right, title, and interest in and to the following:

1. each of the Marks;
2. the goodwill of the business symbolized by and associated with the Marks; and
3. all rights to proceeds of the foregoing, including, without limitation, any claim by Assignor against third parties for past, present, or future infringement of the Marks.

Assignor has caused this Trademark Assignment to be duly executed and authorized as of the date hereof.

ASSIGNOR

QUAD SYSTEMS CORPORATION,
debtor and debtor-in-possession

By: _____
Name:
Title:

Acknowledged and Agreed to:

ASSIGNEE

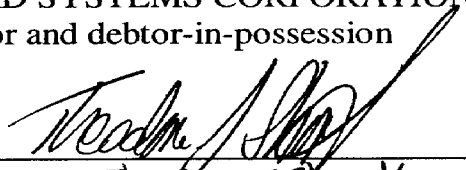
TYCO ELECTRONICS CORPORATION

By: _____
Name: *William T. Neen*
Title: *VP Business Development*

Assignor has caused this Trademark Assignment to be duly executed and authorized as of the date hereof.

ASSIGNOR

QUAD SYSTEMS CORPORATION,
debtor and debtor-in-possession

By: 
Name: Theodore J Shoreck
Title: President / CEO

Acknowledged and Agreed to:

ASSIGNEE

TYCO ELECTRONICS CORPORATION

By: _____
Name:
Title:

EXHIBIT A

Registered Trademarks

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Registration Date</u>
QUAD	USA	1,396,464	June 10, 1986
FACTNET	USA	1,383,165	February, 18, 1986
QUAD STAR	USA	1,497,420	July 26, 1988

EXHIBIT B

Unregistered Trademarks

No complete list exists. Including, without limitation:

QSP-2 PLUS
QSOFT
IQ
QUADALIGN
QSX-1PLUS
"Q" SERIES
"C" SERIES
QUADSCAN
MT-30
MERIDIAN

COMMONWEALTH OF PENNSYLVANIA)

: ss.:

COUNTY OF Bucks)

On this 9 day of June, 2001, before me personally came Theodore J. SHoneck, to me known to be the person who signed the foregoing instrument and who being duly sworn by me did depose and state that he is the QUAD Systems Corp. CEO of Assignor; he signed the instrument in the name of Assignor; and he had the authority to sign the instrument on behalf of Assignor.

Lynn Schwartz
Notary Public

