

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Delaware Capital Formation Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware
- 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: 10/01/02

2. Name and address of receiving party(ies)

Name: Aeroform Thermal Equipment Corporat

Internal

Address:

Street Address: 1301 West 228th Street

City: Torrance State: CA Zip: 90501

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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) 75/709,021

B. Trademark Registration No.(s) 2,502,346

Additional numbers, see attached

Additional number(s) attached Yes No

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

Name: Ted R. Rittmaster, Esq.

Internal Address:

Street Address: Foley & Lardner

2029 Century Park East, 35th Floor

City: Los Angeles State: CA Zip: 90067

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0872

DO NOT USE THIS SPACE

9. Signature.

Ted R. Rittmaster

Name of Person Signing

Signature

10/24/02

Date

Total number of pages including cover sheet, attachments, and document: 7

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

**ATTACHMENT TO
RECORDATION FORM COVER SHEET, TRADEMARKS ONLY**

Name of conveying party: Delaware Capital Formation Inc.
1403 Foulk Road, Suite 102
Wilmington, DE 19803

Name and address of receiving party: Aeroform Thermal Equipment Corporation
1301 W. 28th Street
Torrance, CA 90501

4. Trademark Registration No.(s):

Additional numbers:

2,430,837
2,228,959
2,289,348
1,442,826
1,897,950

ASSIGNMENT OF TRADEMARKS

Background

A. Delaware Capital Formation, Inc., a Delaware corporation, having a place of business at 1403 Foulkstone Plaza, Suite 102, Wilmington, Delaware 19803 ("DCF") is the owner of the trademarks and/or service marks shown on Schedule A attached hereto that have been registered, or for which applications for registration have been filed, in the United States Patent and Trademark Office and the trademark offices of various other jurisdictions under the respective registration and application numbers shown on Schedule A, attached hereto and incorporated herein by reference (collectively, the "Trademarks"), and DCF or its predecessors in interest has adopted, has used, and is using the Trademarks.

B. Aeroform Thermal Equipment Corporation, a California corporation having a place of business at 1301 West 228th Street, Torrance, California ("Aeroform"), has agreed to acquire from DCF all of DCF's interest in any and all such Trademarks, and DCF has agreed to transfer the Trademarks to Aeroform.

Assignment

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. DCF hereby sells, assigns and transfers, and agrees to sell, assign and transfer, to Aeroform, its successors and assigns, all rights, title and interest in and to, and the use of, the Trademarks and all renewals thereof, together with the goodwill of the business symbolized by the Trademarks, and together with any and all claims and demands DCF (either itself or through its predecessors) may have, at law or in equity, whether presently known, unknown, accrued or to accrue, including the rights to recover all claims for damages or for compensation, arising out of past infringements of the Trademarks. Such right, title and interest shall be held and enjoyed by Aeroform, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by DCF if this assignment had not been made.

2. DCF further agrees that it will promptly execute and deliver to Aeroform, its successors or assigns, or its legal representatives, any and all papers, instruments or affidavits that may be required to effect the intent of this assignment or to vest in Aeroform, its successors or assigns, full right, title and interest in and to the respective Trademarks, or to maintain and enforce the Trademarks.

IN TESTIMONY WHEREOF, DCF has caused this assignment to be signed by its duly authorized officer and its seal to be attached as of this 1st day of October, 2002.

DELAWARE CAPITAL FORMATION, INC.

AEROFORM THERMAL EQUIPMENT CORPORATION

By: [Signature]

By: [Signature]

Marcel Zondag, Authorized Signatory

Ian C. Toll, President

Signature of Delaware Capital Formation, Inc. subscribed and sworn to before me this 1st day of October, 2002.

[Signature]

Notary Public, Los Angeles County, California
 My Commission expires: 6/26/03

Signature of Aeroform Thermal Equipment Corporation subscribed and sworn to before me this 1st day of October, 2002.

[Signature]

Notary Public, Los Angeles County, California
 My Commission expires: 6/26/03



SCHEDULE A

Trademarks

United States	BARON AUTOCLAVE	2502346	30-Oct-01
United States	TEC and Design	2430837	27-Feb-01
United States	BARON BLAKESLEE	2228959	02-Mar-99
United States	ACCS-98	2289348	26-Oct-99
United States	ACCS	1442826	16-Jun-87
United States	NZE	1897950	06-Jun-95
United States	THERMAL EQUIPMENT CORPORATION	75/709,021	19-May-99
Taiwan	TEC Logo	119686	31-Dec-99
Taiwan	TEC Logo	881.775	01-Feb-00
Taiwan	THERMAL EQUIPMENT CORPORATION	156016	
South Africa (Zaire)	TEC Logo	File #051803/117	
South Africa (Zaire)	THERMAL EQUIPMENT CORPORATION	File #051803/0113	
Singapore	TEC Logo	12775/98	
Singapore	ACCS-98	s/164/98	
Singapore	TEC Logo	12776/98	
Singapore	THERMAL EQUIPMENT CORPORATION	12773/98	
Singapore	THERMAL EQUIPMENT CORPORATION	T98/12774	
Mexico	MEDICLAVE	516703	15-Dec-95
Korea	ACCS-98	441347	10-Feb-99
Indonesia	ACCS-98	DOCK. # 083922.T0041	
CTM	THERMAL EQUIPMENT CORPORATION	1011444	
CTM	TEC and Design	1011519	29-May-00
China	TEC Logo	1391808	28-Apr-00
China	TEC Logo	1459156	14-Oct-00
Australia	ACCS-98	752002	31-Dec-97