

8/27/04

08-31-2004



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MARKS ONLY

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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): OPT Industries, Inc., a New Jersey corporation. Includes checkboxes for Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, and Other.

2. Name and address of receiving party(ies): Name: Magnetika, Inc. Address: 2041 West 139th Street, Gardena, CA 90249-2409. Includes checkboxes for citizenship and partnership types.

3. Nature of conveyance: Includes checkboxes for Assignment, Merger, Security Agreement, Change of Name, and Other. Execution Date: 7/ /04.

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 776,102

Additional number(s) attached checkbox. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Arthur L. Lessler, Esq. Street Address: 540 Old Bridge Turnpike, South River, NJ 08882-1050

7. Total fee (37 CFR 3.41): \$ 40.00. Includes checkboxes for Enclosed and Authorized to be charged to deposit account. 8. Deposit account number: 12-1106

DO NOT USE THIS SPACE

9. Signature: Arthur L. Lessler, August 25, 2004. Includes handwritten signature and date.

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

08/30/2004 LMEALER 00000132 121106 776102 01 FC:0521 40.00 DA

TRADEMARK REEL: 003038 FRAME: 0239

ASSIGNMENT

WHEREAS, OPT Industries, Inc., a New Jersey corporation ("Assignor"), is the owner of the entire right, title and interest in and to the following listed trademark registration in the United States Patent and Trademark Office, and the trademark and service mark covered thereby:

Trademark	Registration No.	Registration Date
UTC	776, 102	September 1, 1964

WHEREAS, Magnetika, Inc., a California corporation ("Assignee") having its principal offices at 2041 West 139th Street, Gardena, California 90249-2409, is desirous of acquiring the entire right, title and interest in and to said United States trademark registration and the trademark covered thereby, together with the good will of the business in which said trademark is used;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor, intending to be legally bound by these presents, for itself and its successors and assigns, does hereby assign to Assignee and its successors and assigns the entire right, title and interest in the United States and elsewhere, in and to the UTC trademark


and the aforementioned registration respecting the same, together with the good will of the business in which said trademark is used, to the full end of the term of said registration and any and all renewals thereof, and perpetually as to said trademark, as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

Torotel, Inc
Parent company of
OPT INDUSTRIES, INC.

Dated: 8/24, 2004 By Dale H Sizemore
Dale H. Sizemore, Jr., President

STATE OF KANSAS } ss.:
COUNTY OF

On this 24 day of August, 2004, Dale H. Sizemore, Jr., Torotel Inc., parent company of to me known and known to me to be President of OPT Industries, Inc., the Assignor above named, personally appeared before me and acknowledged that he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.


Notary Public

