

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Dorken MKS-Systeme GmbH & Co. KG		02/01/2005	limited liability company: GERMANY
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ewald Dorken AG		
<b>Street Address:</b>	Wetterstrasse 58		
<b>City:</b>	Herdecke		
<b>State/Country:</b>	GERMANY		
<b>Postal Code:</b>	58313		
<b>Entity Type:</b>	joint stock company: GERMANY		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2840935	DELTA-SEAL	
Registration Number:	2890734	DELTACOLL	
Registration Number:	2835066	DELTA-TONE	
Registration Number:	2830509	DELTA-PROTEKT	
Registration Number:	2896563	DELTA-FLEX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)659-1559		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(202) 659 - 6944		
<b>Email:</b>	MBergsman@dickinsonwright.com		
<b>Correspondent Name:</b>	Marc A. Bergsman		
<b>Address Line 1:</b>	Dickinson Wright PLLC		
<b>Address Line 2:</b>	1901 L Street, N.W., Suite 800		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20036		

CH \$140.00 2840935

DOMESTIC REPRESENTATIVE

Name: Dickinson Wright PLLC  
Address Line 1: 1901 L Street, N.W.  
Address Line 2: Suite 800  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

NAME OF SUBMITTER:	Marc A. Bergsman
Signature:	/Marc A. Bergsman/
Date:	04/13/2005

Total Attachments: 7  
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## ASSIGNMENT

ASSIGNMENT effective February 1, 2005, 2004 by and between Dörken MKS-Systeme GmbH & Co. ("Assignor"), a limited liability company organized and existing under the laws of the Federal Republic of Germany, located at Wetterstrasse 58, 58313 Herdecke, Federal Republic of Germany and Ewald Dörken AG ("Assignee), a joint stock company organized under the laws of the Federal Republic of German, located at Wetterstrasse 58, 58313 Herdecke, Federal Republic of Germany.

**WHEREAS**, Assignor owns the trademarks and applications listed on Exhibit No. 1 attached hereto (hereinafter the "Marks").

**WHEREAS**, Assignor is a wholly-owned subsidiary of Assignee.

**WHEREAS**, Assignee desires to transfer to itself the title to the Marks and the goodwill of the business associated therewith, as well as the U.S. trademark applications therefor.

**NOW THEREFORE**, in consideration of ten dollars (\$10) and other good and valuable consideration, Assignor hereby conveys, transfers, and assigns to Assignee all its rights, title, and interest in and to the Marks, as well as all the U.S. trademark registration therefor, together with the goodwill of the business symbolized thereby.

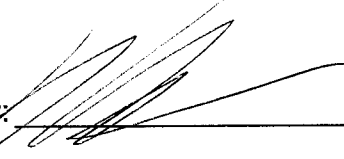

Assignor further assigns to Assignee all rights to sue for and receive all damages occurring from any past infringing uses of the Marks.

Assignor warrants that it has good and valid title to the Marks, including the registration therefor.

Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do other lawful acts necessary to carry to the intent of this Assignment at Assignee's expense and request, as well as provide such documents, material, information, or assistance as Assignee may consider necessary.

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

**Dörken MKS-Systeme GmbH & Co.**

By:  

Name: Dr. Peer Guterberger Dr. FERHARD REUSMANN

\_\_\_\_\_ being duly sworn, did depose and say this \_\_\_\_ day of \_\_\_\_\_, 2004, that he is an is authorized to execute this Assignment on behalf of Dörken MKS-Systeme GmbH & Co.; that he has read and signed the foregoing Assignment and knows and understands the contents thereof.

\_\_\_\_\_  
Notary Public

**EXHIBIT NO. 1**

<u>Mark</u>	<u>Registration No.</u>
DELTA-SEAL	2,840,935
DELTACOLL	2,890,734
DELTA-TONE	2,835,066
DELTA-PROTEKT	2,830,509
DELTA-FLEX	2,896,563

Nachdem die Frage des Notars nach einer Vorbefassung im Sinne des § 3 Abs. 1 Satz 1 Nr. 7 BeurkG verneint wurde, beglaubige ich hiermit die umstehenden, vor mir geleisteten Unterschriften der mir von Person bekannten Herren,

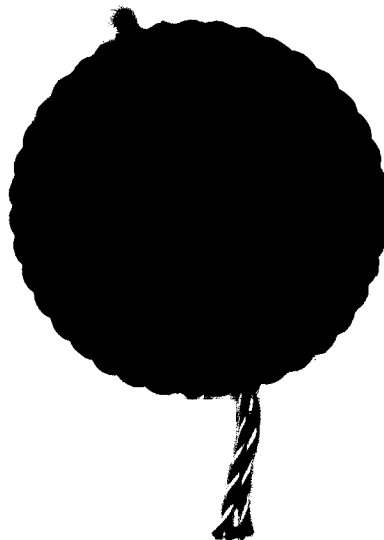
- Dr. Peer Gutenberg, geboren 05.04.1964, und
- Dr. Gerhard Reusmann, geboren 16.09.1964,

beide handelnd als Geschäftsführer der Firma Dörken MKS-Systeme Verwaltungsgesellschaft GmbH, diese wiederum handelnd als Komplementär-GmbH der Firma Dörken MKS-Systeme GmbH & Co. KG, sämtlich geschäftsansässig Wetterstr. 58, 58313 Herdecke, unter Nummer 44 meiner Urkundenrolle für 2005.

Die Unterschriften wurden vor mir im Hause Wetterstr. 58, 58313 Herdecke, gefertigt, wohin sich der amtierende Notar auf Ersuchen begeben hatte.

Hiermit bescheinige ich, aufgrund heutiger Einsicht in das Handelsregister HR A 4105 und HR B 5438, dass die Herren Dr. Gutenberg und Dr. Reusmann, gemeinsam zur Vertretung der Firma MKS-Systeme Verwaltungsgesellschaft GmbH mit Sitz in Herdecke, berechtigt sind, und dass die Firma MKS-Systeme Verwaltungsgesellschaft GmbH persönlich haftende Gesellschafterin der Firma MKS-Systeme GmbH & Co. KG mit Sitz in Herdecke ist.

Herdecke, 03.02.2005



  
Notar

Kostenberechnung

Geschäftswert gem. § 45 Abs. 1 S. 2 KostO: EUR 40.000,00

Gebühr §§ 141, 32, 154, 45 KostO (1/4)

EUR 28,50

(Unterschriftsbeglaubigung ohne Entwurf)

Gebühr § 58 I, 44 KostO (5/10)

EUR 28,50

Gebühr gem. § 150 Nr. 1 KostO

(Vertretungsbescheinigung nach § 21 I 1 BNotO – 2 x à EUR 13,00)

EUR 26,00

Gebühr § 136 KostO

EUR 4,00

Gebühr § 152 II KostO

EUR 1,44

Mehrwertsteuer 16 % gem. § 151a KostO

EUR 14,15

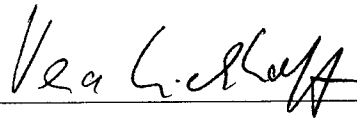
EUR 102,59

  
Notar

Declaration

I, Vera Kirchhoff, of Holzstraße 39, 58453 Witten, Germany do hereby declare that I am conversant with the English and German languages and that to the best of my knowledge and belief the accompanying English text is a true translation of the relevant document in German language.

Witten, this 4<sup>th</sup> day of April 2005

A handwritten signature in cursive script, reading "Vera Kirchhoff", is written over a horizontal line.

(Signature)

KIR14513

**TRADEMARK**  
**REEL: 003065 FRAME: 0826**



**Translation of the German notarization attached to the ASSIGNMENT by and between Dörken MKS-Systeme GmbH & Co. and Ewald Dörken AG dated February 1, 2005:**

After the Notary's question concerning a private, personal or commercial relationship in the sense of § 3 section 1, sentence 1, no. 7 BeurkG (= Certification Act) was denied, I, under number 44 of my certification roll for 2005 herewith certify the overleaf signatures of

- Dr. Peer Gutenberger, born 05. 04. 1964
- Dr. Gerhard Reusmann, born 16.09.1964

both personally known to me, and both acting as management directors of the company Dörken MKS-Systeme Verwaltungsgesellschaft GmbH & Co. KG, which in turn acting as complementary company (GmbH) of the company Dörken MKS-Systeme GmbH & Co. KG, all business located at Wetterstrasse 58, 58313 Herdecke.

The signatures were executed before me on the premises at Wetterstr. 58, 58313 Herdecke, whereto the officiated Notary has betaken himself on request.

I herewith further confirm on the basis of today's inspection of the commercial registers HR A 4105 and HR B 5438, that the persons Dr. Gutenberger and Dr. Reusmann are authorized to jointly represent the company MKS-Systeme Verwaltungsgesellschaft GmbH domiciled in Herdecke and that the company MKS-Systeme Verwaltungsgesellschaft GmbH is the partner liable to unlimited extent of the company MKS-Systeme GmbH & Co. KG, domiciled in Herdecke.

Herdecke, 03.02.2005

(Seal)

(Signature)

Notary Public

Calculation of cost:

Value of the business acc. § 45, par. 1, s 2 cost order: EUR 40.000,00

Fee §§ 141, 32, 154, 45 cost order (1/4) (notarization of signature)	EUR	28,50
Fee § 58 I, 44 cost order (5/10)	EUR	28,50
(Confirm. acc. § 21, sec. 1 No. 1 BnotO – 2 x EUR 13,00)	EUR	26,00
Fee § 136 cost order	EUR	4,00
Fee § 152 II cost order	EUR	1,44
Value added tax 16% acc. § 151a cost order	EUR	14,15

EUR 102,59

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(Signature)  
Notary Public