

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Quantum Engineering, Inc.		01/01/2010	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Invensys Rail Corporation		
Street Address:	2400 Nelson Miller Parkway		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40223		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1688842	QDP	
Registration Number:	1688843	QUANTUM	
Registration Number:	2450216	TRAIN SENTINEL	
Registration Number:	2991510	TRAINMASTER	
CORRESPONDENCE DATA			
Fax Number:	(202)799-5144		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2027994000		
Email:	dctrademarks@dlapiper.com		
Correspondent Name:	Ryan C. Compton		
Address Line 1:	500 Eighth Street, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	QUANTUM/INVESY TM ASSIGN.		
NAME OF SUBMITTER:	Ryan C. Compton		

OP \$115.00 1688842

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**TRADEMARK
 REEL: 004173 FRAME: 0264**

Signature:	/Ryan C. Compton/
Date:	03/24/2010
Total Attachments: 2 source=Document#page1.tif source=Document#page2.tif	

TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment") is made as of January 1, 2010 (the "Effective Date"), between **QUANTUM ENGINEERING, INC.**, a Florida corporation with a principal place of business at 7775 Bay Meadows Way, Suite 350, Jacksonville, FL 32256 ("Assignor") and **INVENSYS RAIL CORPORATION**, a Delaware corporation with a principal place of business at 2400 Nelson Miller Parkway, Louisville, KY 40223 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the marks and the affiliated trademark applications and/or registrations therefor listed on the attached Exhibit A (hereinafter collectively the "Marks"); and

WHEREAS, Assignor is desirous of assigning, and Assignee is desirous of obtaining, all right, title and interest in and to the Marks.

NOW THEREFORE, consideration of the sum of FIVE DOLLARS (\$5.00) and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the same to be held and enjoyed by Assignee for its own, and for the use and enjoyment of its successors, assigns and/or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made; together with all claims for damages by reason of past infringement of the Marks, with the right to sue for, and collect the same for its own use and behalf, and for the use on behalf of its successors, assigns, or other legal representatives.

IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed as of the date(s) set forth below, with effect as of the Effective Date.

ASSIGNOR:

Quantum Engineering, Inc.

By: Kim Taylor

Name: Kim Taylor

Title: Senior Legal Counsel

Date: January 1, 2010

ASSIGNEE:

Invensys Rail Corporation

By: Kim Taylor


Name: Kim Taylor

Title: Senior Legal Counsel

Date: January 1, 2010

EXHIBIT A

1. U.S. Federal Trademark Registrations

Trademark	Status	Serial No./Reg. No.	Goods/Services
QDP	Renewed 8 & 15 May 26, 2002	SN:74-160291 RN:1,688,842	(Int'l Class: 9) Magnetic tape players for use in playing back recorded events of a locomotive
QUANTUM (Stylized) 	Renewed 8 & 15 May 26, 2002	SN:74-160292 RN:1,688,843	(Int'l Class: 9) Electronic controls primarily for the railroad industry, namely, speed limiter testers, speed and event recorders, hump speed controllers, strobe light controller and strobe lights therefor, engineer alerters and alarms, fuel consumption measurers, speed controllers, magnetic tape players and speed indicator calibrators
TRAIN SENTINEL Disclaimer: "TRAIN"	Registered 8 & 15 September 20, 2006	SN:75-858352 RN:2,450,216	(Int'l Class: 9) Electrical devices and systems for locomotives, namely, positive signal comparators and controllers for providing trip information and operating parameters to the engineer and at least another trainman with wayside, override and shut-down capabilities of the locomotive when certain parameters are not in compliance
TRAINMASTER	Registered September 6, 2005	SN:76-601607 RN:2,991,510	(Int'l Class: 9) Electronic devices for controlling locomotive engine functions