

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hydroscope Inc., USA		08/01/2001	CORPORATION: NEW MEXICO
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, N.A.		
Street Address:	200 Lomas Blvd., NW		
City:	Albuquerque		
State/Country:	NEW MEXICO		
Postal Code:	87102		
Entity Type:	INC. ASSOCIATION: NEW MEXICO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2239398	HYDROSCOPE	
CORRESPONDENCE DATA			
Fax Number:	(780)448-7314		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	780-448-0600		
Email:	doug@thompsonip.ca		
Correspondent Name:	Douglas B. Thompson		
Address Line 1:	200, 10328 - 81 Avenue NW		
Address Line 4:	Edmonton, Alberta, CANADA T6E1X2		
ATTORNEY DOCKET NUMBER:	3300-6US		
NAME OF SUBMITTER:	Douglas B. Thompson		
Signature:	/DBThompson/		
Date:	10/28/2010		

OP \$40.00 2239398

Total Attachments: 4

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HYDROSCOPE USA
ASSIGNMENT OF SECURITY INTEREST

Debtor:

Hydroscope Canada Inc.
4909-75th Avenue
Edmonton, AB T6B 2S3

Secured Party:

Hydroscope Inc., USA
Building #2
1776 Montano Blvd. NW
Albuquerque, NM 87107

Registration No.:

97123115020

Registration Date:

31 Dec 1997

Assignment:

The secured party's entire right, title and interest under the above-identified Registration No. to the property set forth in the Description below has been and is hereby assigned to:

Wells Fargo Bank New Mexico, National Association
200 Lomas Blvd., NW
Albuquerque, NM 87102

Description:

1. Any and all patents, pending patent applications, copyrights, trademarks, industrial designs, mask works, trade secrets, customer lists, inventions, designs, data, technical information, specifications, plans, blueprints, engineering procedures, processes, software, know-how and any other intellectual property or proprietary rights which are directly or indirectly related specifically to a system comprising a tool or tools, hardware, firmware, software and know-how which has been developed by Russell Technologies

Inc. for evaluating the condition of cast iron and ductile iron water lines and cast iron and ductile iron sewer lines and which may with further development be useful for evaluating the condition of other water and sewer lines without excavation except as may be necessary at the point of entry into such lines, which system facilitates the collection of data and the production of reports that can be used to make repair/replacement/rehabilitation decisions (the "Hydroscope System") or which are reasonably necessary for the lawful use of the Hydroscope System, including but not limited to the following:

- (a) electronic circuits and designs;
- (b) hardware design;
- (c) software and firmware source codes;
- (d) method of launching and receiving the hydroscope via fittings or hydrants;
- (e) method of preparing the pipeline for inspection;
- (f) method of propelling the hydroscope through the pipeline;
- (g) method of transmitting data through the wireline to the host computer;
- (h) method of data analysis;
- (i) style of reporting the inspection results;
- (j) method of assigning risk analysis to the inspection results;
- (k) the unregistered trade-mark "HYDROSCOPE" and all trade-mark applications or registrations for the trade-mark "HYDROSCOPE";
- (l) any correspondence marked "CONFIDENTIAL" including such things as: computer source codes, customer lists, supplier lists, parts lists, drawings and marketing information;
- (m) pending U.S. Patent Application No. 08/271,713; and
- (n) pending Canadian patent application No. 2,133,930.

2. Any and all books, reports, files, documents, journals, notes, drawings, records, computer disks, printouts or other tangible property embodying any of the intellectual property or proprietary rights referred to in paragraph 1 or relating to the Hydroscope System or its creation and development.
3. All intellectual property, proprietary rights and all tangible property embodying such intellectual property and proprietor rights which are owned or possessed by the licensor, which may have been obtained or are obtained by the licensor after November 13, 1996, and which are within the scope of the "Hydroscope."

“Hydroscope” means a system comprising a tool or tools, hardware, firmware, software and know-how which has been developed by Russell Technologies Inc. and/or the debtor for evaluating the condition of cast iron and ductile iron water lines and cast iron and ductile iron sewer lines and which may currently or may with further development be useful for evaluating the condition of other water and sewer lines without excavation, other than as may be necessary at the point of entry into such lines, which system facilitates the collection of data and the production of reports that can be used to make repair/replacement/rehabilitation decisions.

4. The collateral in paragraphs 1 and 2 above, shall not include the following:

Any intellectual property or proprietary rights owned or possessed by Russell Technologies Inc. which do not directly or indirectly relate specifically to or which are not reasonably necessary for the lawful use of the Hydroscope System, and which are required by Russell Technologies Inc. in order to carry on its business other than in relation to the condition evaluation of water lines or sewer lines.

Further Assignment:

The secured party also assigns to Wells Fargo Bank New Mexico, NA, any other security interest it may have in the property described herein.

HYDROSCOPE INC., USA, a New Mexico corporation

By: *Daniel W. Cook*

Name: *Daniel W. Cook*

Title: *President*

Date: *8/01/01*

