

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/31/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pawling Corporation		06/22/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Pawling Engineered Products LLC
Street Address:	157 Charles Colman Boulevard
City:	Pawling
State/Country:	NEW YORK
Postal Code:	12564-1188
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3083610	PNEUMA-CEL
Registration Number:	3905133	EPFE
Registration Number:	3403614	CEPURE
Registration Number:	3481512	ZERO

CORRESPONDENCE DATA

Fax Number: (212)277-6501
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (212)277-6500
 Email: goodwillj@dicksteinshapiro.com
 Correspondent Name: Clark W. Lackert
 Address Line 1: Dickstein Shapiro LLP
 Address Line 2: 1633 Broadway
 Address Line 4: New York, NEW YORK 10019-6708

ATTORNEY DOCKET NUMBER: P0119.0000

TRADEMARK

900195520

REEL: 004570 FRAME: 0334

OP \$115.00 3083610

NAME OF SUBMITTER:	Clark W. Lackert
Signature:	/Clark W. Lackert/
Date:	06/27/2011
Total Attachments: 4 source=Trademark Pawling to PEP LLC#page1.tif source=Trademark Pawling to PEP LLC#page2.tif source=Trademark Pawling to PEP LLC#page3.tif source=Trademark Pawling to PEP LLC#page4.tif	

TRADEMARK ASSIGNMENT

Whereas, PAWLING CORPORATION, a corporation organized and existing under the laws of the State of Delaware, hereinafter referred to as ASSIGNOR, located at 32 Nelson Hill Road, Wassaic, New York, 12592, owns the trademarks listed in Schedule A and the registrations for said trademarks in the United States of America;

Whereas, PAWLING ENGINEERED PRODUCTS LLC, a limited liability company organized and existing under the laws of the State of Delaware, hereinafter referred to as ASSIGNEE, located at 157 Charles Colman Boulevard, Pawling, New York, 12564-1188, is desirous of acquiring said trademarks and registrations for said trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign unto said ASSIGNEE all right, title and interest in and to said trademarks together with the goodwill of the business symbolized by the said trademarks, and said registrations for said trademarks. Said ASSIGNEE hereby accepts the assignment and transfer of said trademarks and registrations for said trademarks.

[Signature Page Follows.]

Dated this 22 day of JUNE, 2011, effective as of December 31, 2010.

PAWLING CORPORATION

By: James W. Smith

Title: PRESIDENT

Dated this 22 day of JUNE, 2011, effective as of December 31, 2010.

PAWLING ENGINEERED PRODUCTS LLC

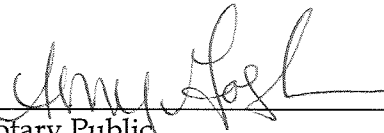
By: Chris Rhy

Title: PRESIDENT

NOTARIAL CERTIFICATE

UNITED STATES OF AMERICA)
STATE OF New York) SS:
COUNTY OF Dutchess)

On this 22nd day of June 2011, before me personally appeared Jason Smith, personally known to me, who, being by me duly sworn, did depose and say that he/she is the Executive VP of Pawling Corporation, the corporation described in and which executed the foregoing instrument; and that he/she is duly authorized to execute the foregoing instrument on behalf of said corporation.




Notary Public

AMY GOSLEE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01GO6176388
Qualified in Dutchess County
My Commission Expires October 29, 2011

NOTARIAL CERTIFICATE

UNITED STATES OF AMERICA)
STATE OF New York) SS:
COUNTY OF Dutchess)

On this 22nd day of June 2011, before me personally appeared Craig Busby, personally known to me, who, being by me duly sworn, did depose and say that he/she is the President of Pawling Engineered Products LLC, the company described in and which executed the foregoing instrument; and that he/she is duly authorized to execute the foregoing instrument on behalf of said company.



Notary Public

AMY GOSLEE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01GO6176388
Qualified in Dutchess County
My Commission Expires October 29, 2011

Schedule A

<u>Trademark</u>	<u>Class</u>	<u>Registration No.</u>	<u>Registration Date</u>
PNEUMA-CEL	17	3,083,610	April 18, 2006
EPFE	17	3,905,133	January 11, 2011
CEPURE	20	3,403,614	March 25, 2008
ZERO	17	3,481,512	August 5, 2008