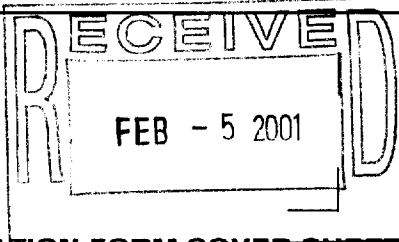


02-13-2001



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

**RECORDATION FORM COVER SHEET
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

2-5-01

- New
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Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name McMahon, Seamus P.

Execution Date
Month Day Year
01 10 2001

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization USA

Receiving Party

Mark if additional names of receiving parties attached

Name Novantas Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 100 Park Avenue, 15th Floor

Address (line 2) _____

Address (line 3) New York New York 10017-5516
City State/Country Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

02/13/2001 6TON11 00000029 78020491

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0481-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

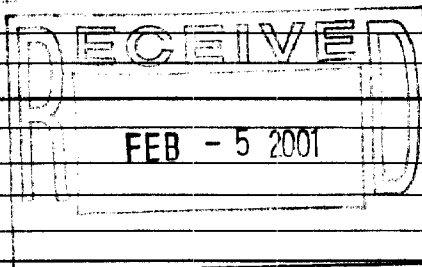
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="78020491"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Seamus P. McMahon

January 10, 2001

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK/SERVICE MARK

ASSIGNMENT made the date hereinafter set forth by Seamus P. McMahon ("Assignor") to Novantas Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has, used and is using a certain mark and has filed an application for the issuance of a trademark with United States Patent and Trademark Office as set forth below; and

WHEREAS, Assignee is desirous of acquiring said mark, and the registrations thereof;

WHEREAS, Assignee is desirous of acquiring all of Assignor's entire right, title and interest in said mark, the application and any trademark or service mark granted therefor in the United States and the registration thereof; and

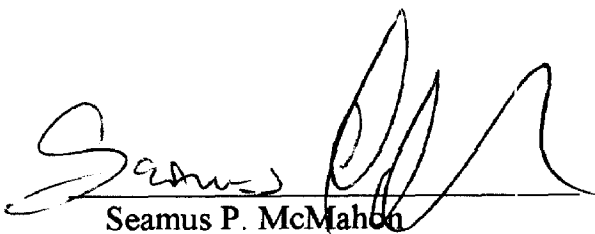
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto said Assignee and its legal representatives and assigns, all of Assignor's right, title and interest in and to the following mark, the application therefor, and in the registrations thereof, any trademark or service mark which may granted in the United States pursuant to the following application filed by Assignor, together with all rights of action and claims for damages and benefits arising because of past infringement of said mark:

<u>Mark</u>	<u>Serial Number</u>	<u>Application Filing Date</u>	<u>Registration Number</u>	<u>Issue Date</u>
NOVANTAS	78020491	August 10, 2000		

Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks to issue such trademark or service mark and the registration thereof to the Assignee, as the assignee of the entire right title and interest in and to the same, for its sole use and benefit; and for the use and benefit of its legal representatives and assigns, to the full end of the term for which such trademark or service mark or any reissues, renewals, or extensions thereof are or may be granted, together with all rights of action and claims for damages and profits arising because of any past infringement of said mark.

This Assignment shall be governed by and construed in accordance with the laws of the State of New York without regard to the principles of conflicts of laws thereunder.

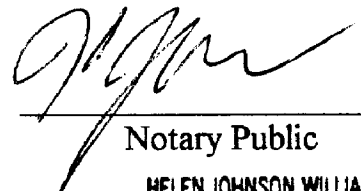
IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed this 10 day of January, 2001.



Seamus P. McMahon

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On the 10th day of January, 2001 before me, the undersigned, personally appeared Seamus P. McMahon personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same, and that by his signature on the instrument, he executed the instrument.



Notary Public
HELEN JOHNSON WILLIAMSON
NOTARY PUBLIC, State of New York
No. 31-4735888
Qualified in New York County
Commission Expires Aug. 31, 2001