

01-28-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): EARTHCARE COMPANY
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other
Additional name(s) of conveying party(ies) attached? Yes No

1-22-02

2. Name and address of receiving party(ies)
Name: EARTHAMERICA, L.L.C.
Internal Address:
Address:
Street Address: 9725 Abernathy Avenue
City: Dallas State: TX Zip: 75220
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other limited liability company -- Delaware
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: January 17, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2416555;
2498829; 2442886
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Robert A. Burk, Esq.
Internal Address: Doerner, Saunders, Daniel & Anderson, L.L.P.
Street Address: 320 South Boston Avenue
Suite 500
City: Tulsa State: OK Zip: 74103

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41) \$ 90.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Robert A. Burk, Esq. Signature
January 18, 2002 Date
3

01/25/2002 DBYRNE 06800231 2416555
01 FC:481
02 FC:482

Total number of pages including cover sheet, attachments, and document: 3
Documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002431 FRAME: 0018

ASSIGNMENT

WHEREAS, EARTHCARE COMPANY, a Delaware corporation, having its principal offices at 14901 Quorum Drive, Suite 200, Dallas, Texas 75240, has adopted, used, is using and is the owner of the following trademarks now registered in the United States Patent and Trademark Office:

<i>Trademark</i>	<i>Registration No.</i>	<i>Date of Registration</i>
SEPTIMAX	2416555	December 26, 2000
SEPTIMAX	2498829	October 16, 2001
TRAPMAX	2442886	April 10, 2001;

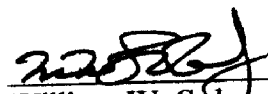
and

WHEREAS, on the 30th day of October, 2001, EARTHAMERICA, L.L.C., a Delaware limited liability company, having its principal offices at 9726 Abernathy Avenue, Dallas, Texas 75220, succeeded to the business, assets and appurtenant goodwill of that portion of the business of EARTHCARE COMPANY relating to such marks,

NOW, THEREFORE, in consideration of the sum of one dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, EARTHCARE COMPANY, hereby assigns to EARTHAMERICA, L.L.C. all right, title and interest in the United States in and to said trademarks and said registrations thereof, together with the goodwill of the business symbolized by said trademarks and the registrations thereof.

Signed this 17th day of January, 2002.

EARTHCARE COMPANY



William W. Solomon, Jr.
Vice President and Chief Financial Officer

STATE OF TEXAS)
) ss.
COUNTY OF DALLAS)

Before me, the undersigned, a Notary Public in and for said County and State, on this 17th day of January, 2002, personally appeared William W. Solomon, Jr., to me known to be the identical person who subscribed the name of EARTHCARE COMPANY to the foregoing as its Vice President and Chief Financial Officer, and he acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal of office the day and year last above written.

Norma L Stachura
Notary Public

My Commission Expires:

1-27-02

