

12-12-2000



COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

3 ONLY

11-8-00

To the Honorable

101547140

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

LYNNETTE H. REGAN

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: TRILECTRON INDUSTRIES, INC.

Address: 825 Brickell Bay Drive

City: Miami State: Florida Zip: 33131X

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-Florida
- Other

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 1, 2000

4. Application number(s) or registration number(s):

A. Trademark Applications

Mark Serial No.

B. Trademark Registrations

Mark Reg. No.
AIR-A-PLANE 1,919,532

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Darby & Darby P.C.

Street Address: 805 Third Avenue, 27th Floor

City: New York State: New York Zip: 10022 7513

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):.....\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 04-0100

(Attach duplicate copy of this page if paying by deposit account)

I hereby certify that, on the date indicated above I deposited this paper or fee with the U.S. Postal Service & that it was addressed for delivery to the Commission of Patents & Trademarks, Washington, D.C. 20231 by Express Mail Post Office to Addressee's Office.

11/8/00 26282238654

9. 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.

Eric A. Prager
Name of Person Signing

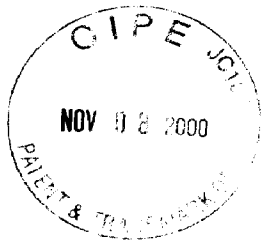
Signature

November 8, 2000
Date

Total number of pages including cover sheet, attachments, and document:

5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231



TRADEMARK ASSIGNMENT

WHEREAS, LYNNETTE H. REGAN, a United States citizen residing at 1201 Hartford Court, Virginia Beach, Virginia 23464 (hereinafter "Assignor"), is the owner of the trademark AIR-A-PLANE for "portable air cooling and heating units adapted for connection to an airplane while the latter is stationary; air cooling and heating units attached to the airport terminal bridge for connection to an airplane while the latter is stationary" and of U.S. Trademark Registration No. 1,919,532 therefor in the United States Patent and Trademark Office (hereinafter "the Mark"); and

WHEREAS, Assignor entered into an exclusive license agreement dated as of March 1, 1998 granting a license to Air-A-Plane Corporation to use the Mark (hereinafter the "Exclusive License Agreement");

WHEREAS, the terms of the Exclusive License Agreement permit its termination by Assignor upon Assignor's execution of an assignment transferring ownership rights in the Mark to a third-party;

WHEREAS, TRILECTRON INDUSTRIES, INC., a Florida corporation, with its principal place of business at 805 Brickell Bay Drive, Suite 1644, Miami, Florida 33131 (hereinafter "Assignee"), is desirous of acquiring the mark and the goodwill of the business to which the Mark pertains;

WHEREAS, Assignor concurrently has herewith terminated the Exclusive License Agreement;

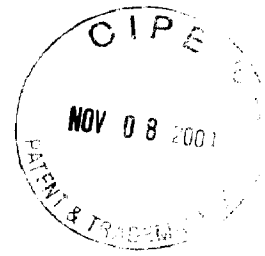
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell and assign unto the Assignee its entire right, title and interest in and to the Mark, and U.S. Trademark Registration No. 1,919,532 therefor, as set forth and more particularly described on Schedule "A" hereto, together with the goodwill of the

business symbolized by the Mark and the right to sue and recover damages and profits for third-party infringements, if any.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed this 1st day of February, 2000.

By: 
LYNNETTE H. REGAN

NOTARIAL ACKNOWLEDGMENT



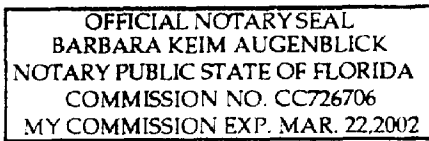
STATE OF FLORIDA)
COUNTY OF DADE)

: ss.:

On this 1st day of February, 2000, before me personally came LYNNETTE H. REGAN, to me known, who, being by me duly sworn, did depose and say that she is the individual described in the foregoing instrument, and that she signed her name thereto.

Notary Public

[Stamp and Seal]





SCHEDULE A

The Mark

AIR-A-PLANE

U.S. Trademark Reg. No. 1,919,532
Registered September 19, 1995
Filed: July 20, 1994

/SCHLOSSER/358873/2_wp111.DOC 12/01/00

RECORDED: 11/08/2000

TRADEMARK
REEL: 002192 FRAME: 0585