

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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12.3-01

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

<p>1. Name of conveying party(ies): G.S. Building System Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation of Connecticut <input type="checkbox"/> Other</p> <p>Date of execution of attached Document: September 27, 1997</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: GSEG LLC</p> <p>Address: 199 Scott Swamp Road</p> <p>City: Farmington State/Country: Connecticut ZIP: 06034-4044</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input checked="" type="checkbox"/> Limited Liability Company: <u>Delaware</u> <input type="checkbox"/> Corporation _____ <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration Number(s): 1,656,443</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No.</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: John H. Weber</p> <p>Internal Address: BAKER & HOSTETLER LLP Washington Square, Suite 1100 1050 Connecticut Avenue, N.W. Washington, D.C. 20036-5304</p>	<p>6. Total number of applications and registrations involved:..... 1</p> <p>7. Total fee (37 CFR 3.41)..... \$40.00</p> <p><input checked="" type="checkbox"/> Enclosed DEC - 0 2 01</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 50-2036</p> <p>Atty. Dkt. No.: 87321-31</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>

DO NOT USE THIS SPACE

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.

John H. Weber
Name of Person Signing

Signature

Date

12/3/01

Total number of pages comprising cover sheet:

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ASSIGNMENT NUNC PRO TUNC

ASSIGNMENT *nunc pro tunc* by and between G.S. Building Systems Corporation (now known as Edwards Systems Technology, Inc.), a corporation organized under the laws of Connecticut, having a place of business 1 High Ridge Park, Stamford, Connecticut 06904 (hereinafter "Assignor"), and GSEG LLC, a Delaware limited liability company, having a place of business at 199 Scott Swamp Road, Farmington, Connecticut 06034-4044 (hereinafter "Assignee").

WITNESSETH:

WHEREAS, Assignor is the assignee of record of the United States Trademark Registration No. 1,656,443 for the mark EDWARDS (hereinafter "The Mark");

WHEREAS, on September 29, 1997, the Assignor had assigned all of its rights, title and interest in and to The Mark and the above-identified registration therefor, together with the whole of the good-will of the business symbolized by The Mark, to the Assignee, but to date a formal assignment document in a form recordable in the Patent and Trademark Office has not been executed; and

WHEREAS, Assignee is desirous of recording its ownership of The Mark and the registration therefor.

NOW, THEREFORE, for good and valuable consideration, previously paid by Assignee to Assignor, the receipt and sufficiency of which hereby are acknowledged, Assignor does hereby sell, assign, set over and transfer to said Assignee, *nunc pro tunc*, as of September 29, 1997, all right, title and interest in and to The Mark and the above identified registration therefor, together with the whole of the goodwill of the business symbolized by The Mark, the same to be held and enjoyed by the Assignee for its own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representative, to the end of the term or terms for which

registrations of The Mark may be granted or renewed, as fully and entirely as the same would have been held and enjoyed by the Assignor if this assignment and sale had not been made; together with all claims for damages by reason of past infringement of The Mark and with the right to sue for and collect the same for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives.

IN TESTIMONY THEREOF, said Assignor has caused its name to be signed and its seal to be affixed, by its duly authorized officer, this _____ day of _____, 2001

G.S. Building Systems Corporation
(now known as Edwards Systems Technology, Inc.)

By: [Signature]

Title: Vice President General Counsel

Date: 12/13/01

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