

TRADEMARK ASSIGNMENT

Whereas, Heath Company, a Delaware corporation (hereinafter referred to as "Assignor") located and doing business at 455 Riverview Drive, Benton Harbor, Michigan 49022 is the owner of record of the following U.S. Trademark Registrations and pending applications:

<u>Mark</u>	<u>Registration No.</u>	<u>Int'l Class</u>	<u>Issue Date</u>
HEATHKIT	1,218,177	9	November 30, 1982
HEATHKIT	520,346	9	January 31, 1950
HEATHKIT	755,883	9	September 3, 1963
HEATHKIT	755,990	9	September 13, 1963
HEATHKIT	919,802	16	September 7, 1971

<u>Mark</u>	<u>Serial No.</u>	<u>Int'l Class</u>	<u>Filing Date</u>
HES	75/393,407	16	November 20, 1997
HEATHKIT EDUCATIONAL SYSTEMS	75/393,556	16	November 20, 1997
HEATHKIT	75/394,387	9	November 21, 1997
HEATHKIT	75/399,828	16	December 4, 1997
HES	75/419,191	9	January 16, 1998
HEATHKIT EDUCATIONAL SYSTEMS	75/424,086	9	January 27, 1998

Whereas, Heathkit Corporation, a Delaware Corporation, is located at 455 Riverview Drive, Benton Harbor, Michigan 49022 has acquired said marks, the appurtenant goodwill and the Registrations on applications thereof and now desires to make of record its ownership of said marks and Registration on applications in its own name.

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has assigned and transferred, and does hereby assign, transfer,

convey and deliver nunc pro tunc, effective as of February 2, 1998 to Heathkit, successors, assigns and legal representatives all of Heath's worldwide right, title and interest in and to said marks, together with the goodwill of the business symbolized therewith and all rights to past, present and future damages and the above identified Registrations and applications thereof. Heath also warrants that these marks and the rights hereby transferred are free and clear of any lien, claim, charge or other encumbrance of any kind other than the Assumed Liabilities as specified in the Bill of Sale executed between these parties dated February 2, 1998.

HEATH COMPANY

By :

Peter Battista
Peter Battista

Title:

Chief Financial Officer

Date: April 23 1998

SUBSCRIBED AND SWORN to before me this 23rd day of April

Sandra J. Endus
Notary Public

Comm exp. 01-21-2002