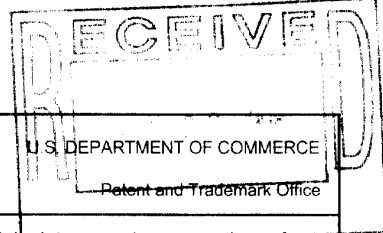


06-05-1998



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CORDATION FORM COVER SHEET
TRADEMARKS ONLY



85 28.5 GM

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

1. Name of conveying party(ies):
CRL INDUSTRIES, INC.

Entity: A Corporation of Delaware

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

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

Name: CHAMPION PNEUMATIC MACHINERY CO., INC.

Address 2345 Waukegan Rd. Suite South-200
Bannockburn, Illinois 60015

3. Nature of conveyance:

 Assignment Merger
 Security Agreement Change of Name
 Other _____

Date: May 6, 1998

Entity: A Corporation of Delaware

If assignee is not domiciled in the United States, an appointment of domestic representative is attached: Yes NO
Additional name(s) & address(es) attached: Yes NO

4. Application or Registration number(s):

A. Trademark Application No.(s) _____ B: Trademark Registration No.(s) _____

SEE ATTACHED LIST

Additional numbers attached? Yes No

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

Hill & Simpson, P.C.
Attn: Trademark Department
85th Floor-Sears Tower
Chicago, IL 60606

Att. Ref. No(s): R98.0012

6. Total number of trademark applications and registrations involved: 10

7. Total Fee (37 CFR 3.41) \$265.00
 Enclosed
 Any additional fees or credits are authorized to be charged to deposit account. A duplicate copy of this page is attached for use when applicable.

8. Deposit Account Number: 08-2290

06/03/1998 DC DATES 00000079 178235
01 FC:481
02 FC:482
40.00 3P
225.00 3P

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.

Edward A. Lehman Edward A. Lehman May 20, 1998
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded and required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231
TRADEMARK
REEL: 1735 FRAME: 0837

APPENDIX A

<u>Trademark</u>	<u>U.S. Registration No.</u>	<u>Issued</u>
CPMC	178,235	January 08, 1924
CHAMPION	636,419	October 30, 1956
COMMANDAIR	893,222	June 23, 1970
CHAMPION & DES.	1,035,967	March 16, 1976
PORTA-CHAMP	1,046,706	August 24, 1976
CENTURION	1,423,628	January 6, 1987
PNEU-AIRE	1,783,227	July 20, 1993
DRAIN-CHAMP	1,870,384	December 27, 1994
FREEDOM SERIES	2,014,479	November 5, 1996
MEDI-TROL	2,025,849	December 24, 1996


ASSIGNMENT

WHEREAS, CRL INDUSTRIES, INC., a corporation of the State of Delaware having an office and place of business at 2345 Waukegan Rd. Suite South-200, Bannockburn, Illinois 60015, has adopted and used in its business the trademarks identified in Appendix A;

WHEREAS, CHAMPION PNEUMATIC MACHINERY CO., INC., a corporation of the State of Delaware whose address is 2345 Waukegan Rd. Suite-South 200, Bannockburn, Illinois 60015 is desirous of acquiring said Trademarks and the Registrations thereof, together with the good will of the business associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, CRL INDUSTRIES, INC. hereby sells, assigns, transfers and sets over unto CHAMPION PNEUMATIC MACHINERY CO., INC., the entire right, title, and interest in and to said Trademarks and the Registrations thereof, together with the good will of the business in connection with which the Trademarks have been and are being used, all rights to continue said registrations, all common law rights associated therewith, together with the right to bring and maintain actions based on the Trademarks.

IN WITNESS WHEREOF, the undersigned has caused this assignment to be executed by its duly authorized officer on this 6th day of MAY 1998.



Joseph S. Haas, Vice President