

MPG 6-8-98

06-12-1998

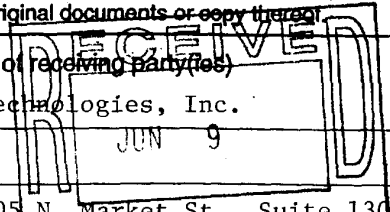
Tab settings



100737714

To the Honorable Commissi

of the attached original documents or copy thereof



1. Name of conveying party(ies)

Werner Co.

2. Name and address of receiving party(ies)

Name: WIP Technologies, Inc.

Internal Address:

Street Address: 1105 N. Market St., Suite 1300 P.O. Box 8985

City: Wilmington State: DE ZIP: 19899-8985

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

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

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: 6/3/98

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,081,092; 2,119,473; 2,119,469; 2,148,827; 2,140,314; 1,900,332; 2,077,176; 2,077,173; 2,077,174

Additional numbers attached? Yes No

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

Name: David A. Gallogly

Internal Address: Legal Department

Street Address: 93 Werner Road

City: Greenville State: PA ZIP: 16125

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41) \$ 240.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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

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.

David A. Gallogly

Name of Person Signing

Signature

6/3/98

Date

Total number of pages including cover sheet, attachments, and document: 5

06/11/98 WATKINS 0600027 2081092 80.00 OP 80.00 OP 80.00 OP

ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS

WHEREAS, Werner Co., a Pennsylvania corporation, with a mailing address at 93 Werner Road, Greenville, Pennsylvania 16125 ("ASSIGNOR"), has adopted and has used in its business the trademarks and service marks listed below for which it is the owner of the entire right, title and interest; and,

WHEREAS, WIP Technologies, Inc., a Delaware corporation, located and doing business at 1105 North Market Street, Suite 1300, P.O. Box 8985, Wilmington, Delaware 19899-8985 ("ASSIGNEE"), is desirous of acquiring the below listed trademarks and service marks, the goodwill of the business associated with the properties, and the right to recover damages and profits for past infringements thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign, transfer and set over to ASSIGNEE the entire right, title and interest in and to the following trademarks and service marks, goodwill of the business associated with the said properties and the right to recover for damages and profits for past infringements thereof; and the Commissioner of Patents and Trademarks is requested to record the Assignment of Trademarks for the following trademarks and service marks to ASSIGNEE:

Trademark Reg. No.	2,081,092
Registration Date:	7/22/97
Trademark:	PRO-MASTER FIBERGLASS LADDERS and Design
Docket No.	T0527

Trademark Reg. No.	2,119,473
Registration Date:	12/9/97
Trademark:	SAFETY SMART FOR ELECTRICAL PROJECTS and Design
Docket No.	T0539

Trademark Reg. No.	2,119,469
Registration Date:	12/9/97
Trademark:	SPACEMASTER (Stylized)
Docket No.	T0541

Trademark Reg. No.	2,148,827
Registration Date:	4/7/98
Trademark:	PROJECT BUDDY
Docket No.	T0537

Trademark Reg. No.	2,140,314
Registration Date:	3/3/98
Trademark:	SUREGRIP (Stylized)
Docket No.	T0538

Trademark Reg. No. 1,900,332
Registration Date: 6/20/95
Trademark: FLIP-UP
Docket No. T0053

Service Mark Reg. No. 2,077,176
Registration Date: 7/8/97
Service Mark: CERTIFIED WERNER LADDER SALES EXPERT
Docket No. T0530

Service Mark Reg. No. 2,077,173
Registration Date: 7/8/97
Service Mark: LADDER POWER
Docket No. T0529

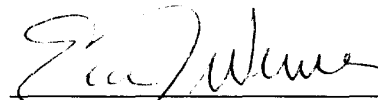
Service Mark Reg. No. 2,077,174
Registration Date: 7/8/97
Service Mark: LADDER POWER (Stylized)
Docket No. T0507

ASSIGNOR agrees to execute and deliver all papers, instruments, and assignments, and to perform any other reasonable acts that ASSIGNEE may require in order to vest all of ASSIGNOR's rights, title and interest in and to the aforementioned trademarks and service marks in ASSIGNEE and/or to provide evidence to support any of the forgoing in the event such evidence is deemed necessary by ASSIGNEE to the extent such evidence is in the possession or control of ASSIGNOR.

The undersigned officer of ASSIGNOR hereby appoints David A. Gallogly of 93 Werner Road, Greenville, Pennsylvania, 16125 Tel: (724) 588-2000, Ext. 2640 as its attorney to file this assignment with full power to transact all business in the Patent and Trademark Office connected to the aforementioned registrations revoking all former powers of attorney.

IN WITNESS WHEREOF, the ASSIGNOR, Werner Co., has set its hand and affixed its seal this 3rd day of June, 1998.

WERNER CO.



By: Eric J. Werner
Chief Administrative Officer
Secretary & General Counsel

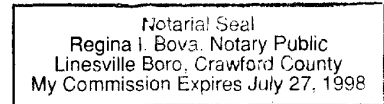
ACKNOWLEDGMENT

COMMONWEALTH OF PENNSYLVANIA)
) SS
COUNTY OF MERCER)

On this, the 3rd day of June, 1998, before me, the undersigned officer, personally appeared ERIC J. WERNER, known to me, who acknowledged himself to be the Chief Administrative Officer, Secretary and General Counsel of Werner Co., a corporation, and that he as such Chief Administrative Officer, Secretary and General Counsel, being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as Chief Administrative Officer, Secretary and General Counsel.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Regina O Bova
Notary Public



ASSIGNEE ACKNOWLEDGMENT

The foregoing assignment is hereby acknowledged by WIP Technologies, Inc. The undersigned officer of WIP Technologies, Inc. hereby appoints David A. Gallogly of 93 Werner Road, Greenville, Pennsylvania, 16125 Tel: (724) 588-2000, Ext. 2640 as its attorney with full power to transact all business in the Patent and Trademark Office connected to the aforementioned trademark registration.

WIP TECHNOLOGIES, INC.

By: Eric J. Werner
Eric J. Werner
Vice President, Secretary and General Counsel