

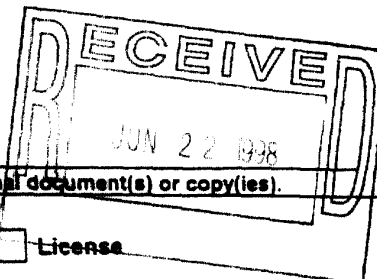
07-06-1998



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6-22-98

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Inweld Mfg. Corp.

Execution Date
Month Day Year
3 10 98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization New Jersey

Receiving Party

Mark if additional names of receiving parties attached

Name TMC Acquisition Corp.

DBA/AKA/TA _____

Composed of _____

Address (line 1) c/o Robinson Technical Products Corp.

Address (line 2) 145 Kent Road

Address (line 3) Tenafly

New Jersey

07670

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Pennsylvania

07/02/1998 TIME: 00000778-100005

01 FC:461

46.00 BP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1740845"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Susan Okin Goldsmith
Name of Person Signing

Susan Okin Goldsmith
Signature

June 19, 1998
Date Signed

ASSIGNMENT AND ASSUMPTION AGREEMENT

INWELD MFG. CORP., having a principal place of business at c/o Nassau Research Corporation, 300 Corporation Drive, Aliquippa, Pennsylvania 15001 (the "Assignor"), for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does by these presents assign to IMC ACQUISITION CORP., having a place of business at c/o Robinson Technical Products Corp., 145 Kent Road, Tenafly, New Jersey 07670 (the "Assignee"), all of its rights, title and interest in and to the trademarks on the Schedule A attached hereto, (the "Marks"), and the rights, benefits, privileges, licenses and benefits of every nature and description heretofore conferred upon Assignor by virtue of the Marks, including without limitation, any and all goodwill associated therewith, and Assignee accepts and assumes such rights, benefits, privileges, licenses and benefits.

TO HAVE AND TO HOLD the same unto Assignee, its successors and permitted assigns. Assignee hereby accepts said assignment subject to and upon the terms and conditions set forth in this Instrument.

This Agreement shall be binding upon and shall inure to the benefit of the parties hereto, their legal representatives, successors and assigns. The execution, delivery and performance of this Agreement will be governed by and construed in accordance with

the laws of the State of New Jersey.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the 10 day of March, 1998.

ASSIGNOR:
INWELD MFG. CORP.

By: 
Wayne R. Carney, President

ASSIGNEE:
IMC ACQUISITION CORP.

By: 
Jerome L. Robinson, President

ACKNOWLEDGEMENTS

STATE OF Pennsylvania)
) SS:
COUNTY OF Beaver)

I CERTIFY that on March 10, 1998, Wayne R. Carney, personally came before me and he acknowledged under oath, to my satisfaction, that he is the President of Inweld Mfg. Corp., and that he is the person named in and who executed the within instrument and signed, sealed and delivered this document as the voluntary act and deed of the said corporation, under authority granted to him by the Board of Directors of Inweld Mfg. Corp.

Ruth M. Berkner

NOTARY PUBLIC

Notarial Seal
Ruth M. Berkner, Notary Public
Hopewell Twp., Beaver County
My Commission Expires June 12 2000
Member, Pennsylvania Association of Notaries

STATE OF NEW JERSEY)
) SS:
COUNTY OF BERGEN)

I CERTIFY that on March , 1998, Jerome L. Robinson, personally came before me and he acknowledged under oath, to my satisfaction, that he is the President of IMC Acquisition Corp., and that he is the person named in and who executed the within instrument and signed, sealed and delivered this document as the voluntary act and deed of the said corporation, under authority granted to him by the Board of Directors of IMC Acquisition Corp.

Joanne Gamba

NOTARY PUBLIC

JOANNE GAMBA
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 2/7/2002

9:36 81

SCHEDULE A

Int. Cl.: 6

Prior U.S. Cl.: 13

Reg. No. 1,740,845

Registered Dec. 22, 1992

United States Patent and Trademark Office

**TRADEMARK
PRINCIPAL REGISTER**

FUSION FLOW

INWELD MFG. CORP. (NEW JERSEY CORPORATION)
1471 JERSEY AVENUE, CN-175
NORTH BRUNSWICK, NJ 08902

FIRST USE 1-0-1990; IN COMMERCE
1-0-1990.

SER. NO. 74-184,288, FILED 7-12-1991.

FOR: STAINLESS STEEL WELDING WIRE,
IN CLASS 6 (U.S. CL. 13).

ROBERT J. CROWE, EXAMINING ATTORNEY

RECORDED: 06/22/1998

TRADEMARK
REEL: 1747 FRAME: 0576