

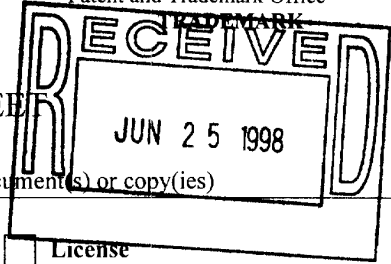
07-08-1998

U.S. Department of Commerce
Patent and Trademark Office



100756835

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 Assign.
Effective Date _____
Month Day Year
- Merger
- Change of Name
- Other: _____

Conveying Party

Mark if additional names of conveying parties attached

Name: Vogt Valve Company

Execution Date
June 15, 1998
Month Day Year

Formerly: _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other: _____

Citizenship/State of Incorporation/Organization: Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name: M&FC Holding Co., Inc.

DBA/AKA/TA: _____

Composed of: _____

Address (line 1): 1105 Market Street

Address (line 2): Suite 1300

Address (line 3): Wilmington Delaware 19801
City State/Country Zip Code

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

Citizenship/State of Incorporation/Organization: Delaware

For Office Use Only

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TRADEMARK

REEL: 1748 FRAME: 0491

Domestic Representative Name and Address

Enter for the First Receiving Party Only.

Name: Myers Bigel Sibley & Sajovec, P.A.

Address: P. O. Box 37428

Address: Raleigh, North Carolina 27627

Address: _____

Address: _____

Correspondent Name and Address

Area Code and Telephone Number: (919) 854-1400

Name: Julie H. Richardson

Address: Myers Bigel Sibley & Sajovec, P.A.

Address: P. O. Box 37428

Address: Raleigh, North Carolina 27627

Address: _____

Pages

Enter the total number of pages of the attached conveyance document including any attachments # 2

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

Mark if additional numbers attached

Enter either the Application Number or the Registration Number (DO NOT ENTER BOTH)

Trademark Application Number(s):

Registration Number(s):

168,898 _____

Number of Properties

Enter the total number of properties involved: # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$40.00

Method of Payment:

Enclosed

Deposit Account # 50-0220

Authorization to charge additional fees:

Yes

No

Statement of 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.

Julie H. Richardson

Name of Person Signing



Signature

6/23/98

Date Signed

ASSIGNMENT

WHEREAS, Vogt Valve Company, a Delaware corporation, having its principal place of business at 1900 South Saunders Street, City of Raleigh, State of North Carolina, hereinafter referred to as assignor;

WHEREAS has adopted, used and is using in the United States the mark VOGT for drop-forged steel valves and fittings, which was Registered in the United States Patent and Trademark Office, Registration No. 168,898 on May 29, 1923, Assigned December 9, 1996 and recorded on Reel 1536, Frames 0975;

WHEREAS , a M&FC Holding Co., Inc. a Delaware corporation having its principal place of business at 1105 North Market Street, Suite 1300, City of Wilmington State of Delaware, hereinafter referred to as assignee, is desirous of acquiring the said mark for drop-forged steel valves and fittings, and the registrations thereof;

NOW, THEREFORE, To All Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Vogt Valve Company hereby assigns to M&FC Holding Co., Inc. all its right, title and interest in and to (including the right to recover for past infringements of) the said mark for drop-forged steel valves and fittings in the United States together with the goodwill of the business connected with the use of and symbolized by the said mark for those goods in the United States, and the above-identified registration thereof.

IN WITNESS WHEREOF, the assignor has caused this assignment to be executed this
15 day of June, 1998.

VOGT VALVE COMPANY

By: *R. A. Wallace* (SEAL)
R. Arnold Wallace
Its: President

STATE OF North Carolina)
) ss:
COUNTY OF Wake)

Before me personally appeared , to me known to be the person described in and who
executed the foregoing instrument, and he acknowledged to me that he executed the same for the
purposes therein stated, this 15 day of June, 1998.

Judith S. May
Notary Public

(SEAL)

My Commission Expires: December 19, 2000