

09-29-1998



COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECEIVED

100840663

To the Honorable Commissioner

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Heico Holding, Inc.

- Individual(s)
- General Partnership
- Corporation-Delaware
- Other
- Association
- Limited Partnership

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

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

Name: Spartan Tool OPER. FINANCE L.L.C.

Internal Address: _____

Street Address: 4225 Naperville Road / Suite 200

City: Lisle State: Illinois ZIP: 60532-3657

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

3. Nature of conveyance:

- Assignment ²²
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 11, 1997

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

784,382
2,056,430

Additional numbers attached? Yes No

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

Name: Susan N. McFee, Esq.

Internal Address: _____

Street Address: McDERMOTT, WILL & EMERY
227 West Monroe Street

City: Chicago State: IL ZIP: 60606-5096

6. Total number of applications and registrations involved:

2

7. Total Fee (37 CFR 3.41) \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-0206

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

DO NOT USE THIS SPACE

09/28/1998 JSHABAZZ 00000155 130206 784382

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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.

Susan N. McFee
Name of Person Signing

Susan McFee
Signature

September 17, 1998
Date

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

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks
Box Assignments
Arlington, VA 22202

TRADEMARK
REEL: 1793 FRAME: 0045

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, HEICO HOLDING, INC. ("Assignor"), a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 4225 Naperville Road, Suite 200, Lisle, Illinois 60532-3657, is using certain trademarks in conjunction with its business, including but not limited to the trademark(s) and registration(s) thereof set forth in Schedule A attached hereto;

WHEREAS, SPARTAN TOOL, L.L.C ("Assignee"), a limited liability company organized and existing under the laws of the State of Delaware, having its principal place of business at 4225 Naperville Road, Suite 200, Lisle, Illinois 60532-3657, is desirous of acquiring the entire right, title and interest in and to said trademark(s), including the right to bring actions for infringement of said trademark(s) occurring prior to the date of this Assignment;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for valuable and legally sufficient consideration, the receipt and legal sufficiency of which are hereby acknowledged by the Assignor, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer unto the Assignee, the Assignor's entire right, title and interest in and to the trademarks used in conjunction with the Assignor's business, including but not limited to the trademark(s) and registration(s) thereof identified in Schedule A attached to this Assignment, including the right to bring actions for infringements of said trademark(s) occurring prior to the date of this Assignment, together with that part of the goodwill of the Assignor's business connected with and symbolized by said trademark(s).

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment of United States Trademark(s) to be executed by its authorized representative, effective April 11, 1997, *nunc pro tunc*.

HEICO HOLDING, INC.

By:

Walter M. Schramm

Title:

V. P. Treasurer, Asst. Sec.

Date:

8/20/98

SCHEDULE A

Trademark	Registration No.	Goods
REPRESENTATION OF A HEAD (SPARTAN)	784,382	MACHINES FOR CLEANING SEWER LINES, DRAIN LINES, SINK LINES AND SOIL LINES, PARTS THEREOF, AND ACCESSORIES THEREFOR
INTERNATIONAL INSTITUTE OF SEWER AND PIPE CLEANING	2,056,430	EDUCATIONAL SERVICES, NAMELY, OFFERING WORKSHOPS, CLASSES AND SEMINARS ON THE SUBJECT OF SEWER AND PIPE CLEANING

STATE OF ILLINOIS)

COUNTY OF DuPage)

CERTIFICATE OF ACKNOWLEDGMENT

I, Irene M. HARTIGAN, a Notary Public, in and for the County and State aforesaid, do hereby certify that DAN M. Schramm (name), known to be to be the ASST. Sec. (title) of HEICO HOLDING, INC., appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument on behalf of HEICO HOLDING, INC. as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF I have hereunto set my hand and Notarial Seal, this 20th day of August, 1998.

Irene M. Hartigan
Notary Public

My Commission Expires: 01/02/00

