



**ASSIGNMENT OF TRADEMARKS**


WHEREAS, Rollerwall, Inc., a Maryland corporation (hereinafter "Assignor") is the owner and registrant of the trademarks referenced on Exhibit A attached hereto and by this reference made a part thereof (hereinafter said marks are referred to as the "Marks"); and

WHEREAS, Wagner Spray Tech Corporation, a Minnesota corporation (hereinafter "Assignee") wishes to acquire said Marks, the goodwill represented thereby and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all of Assignor's right, title and interest in and to the said Marks, and the registrations of said Marks, together with the goodwill of the business symbolized by said Marks.

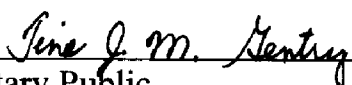
Dated: 9/24/98

ROLLERWALL, INC.

By   
Saul Elbaum, Its Vice-President

STATE OF VIRGINIA     )  
  ) ss  
COUNTY OF FAIRFAX    )

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of September, 1998, by Saul Elbaum, Vice-President of Rollerwall, Inc., a Maryland corporation, on behalf of the corporation.

  
Notary Public

My Commission Expires:  
July 31, 2001

GP:484186 v2

**EXHIBIT A**

<u>Mark</u>	<u>U. S. Registration Number</u>
ROLLERWALL	1,771,432
ROLLERGRIP	1,788,117

GP:484192 v2

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

<b>Registrant:</b> Wagner Spray Tech Corporation	
<b>Reg. No.</b> 1,788,117	
<b>Reg. Date:</b> August 17, 1993	<b>Docket No.</b> 17771-207912
<b>For Mark:</b> ROLLERGRIP and Design	

Box Assignments

FEE

Commissioner of Patents and Trademarks

Washington, D.C. 20231

I CERTIFY THAT, ON SEPTEMBER 29 1998, THIS PAPER IS BEING DEPOSITED WITH THE U.S. POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS, 2900 CRYSTAL DRIVE, ARLINGTON, VA 22202-3513.

  
Karen Sonstebj

**TRANSMITTAL LETTER**

Enclosed for filing are the following papers in connection with the above-identified trademark registration:

1. Assignment with Recordation Form Cover Sheet attached;
2. Check No. 449929 in the amount of \$65.00;
3. Postcard.

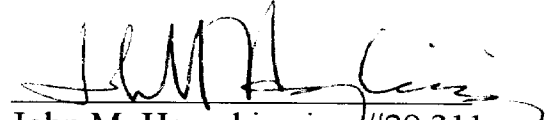
A self-addressed return postcard in accordance with T.M.E.P. Section 703 itemizing all of the above-referenced documents filed with the United States Patent and Trademark Office.

In the event the amount submitted herewith is insufficient in any respect, the Commissioner is hereby authorized to charge the balance needed to our Deposit Account No. 06-0029 and notify us of the same.

Respectfully Submitted,

WAGNER SPRAY TECH  
CORPORATION

By:



John M. Haurykiewicz, #29,311  
FAEGRE & BENSON LLP  
2200 Norwest Center  
90 South Seventh Street  
Minneapolis, MN 55402-3901  
612/336-3328

Dated: September 29, 1998

M2:20199754.01