

Tab settings 000 3-5-99

To the Honorable Commissioner of Patents and Trademarks See attached original documents or copy thereof.

1. Name of conveying party(ies):
Premier Farnell Corp., as successor by merger to Premier Industrial Corporation
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Premier Farnell, LLC
Internal Address:
Street Address: 4500 Euclid Ave.
City: Cleveland State: OH ZIP: 44103
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other Limited Liability Company
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 Merger
 Security Agreement Change of Name
 Other
Execution Date: 1/29/99

4. Application number(s) or patent number(s):
A. Trademark Application No.(s)
Additional numbers attached? Yes No

B. Trademark Registration No.(s)
See attached

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Timothy C. Leslie
Internal Address: Corporate Legal Dept.
03/19/1999 DCOATES 00000003 1117166
01 FC:481 40.00 OP
02 FC:432 925.00 OP
Street Address: 4500 Euclid Ave.
Cleveland, OH 44103
City: State: ZIP:

6. Total number of applications and registrations involved: 38
7. Total fee (37 CFR 3.41) \$ 965.00
 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.
Timothy C. Leslie
Name of Person Signing
Signature
3/5/99
Date
Total number of pages including cover sheet, attachments, and document:

EXHIBIT A

<u>Trademark</u>	<u>Registration Nurnber</u>	<u>Registration Date</u>
AKRON BRASS	776,855	September 15, 1964
BARCOTE	604,719	April 19, 1955
BEAUGUARD 21	695,936	April 12, 1960
BENALENE	1,311,922	January 1, 1985
BLACK WIDOW	776,462	September 8, 1964
BROOKS	898,586	September 15, 1970
CERTAINIUM	731,389	May 15, 1962
CERTANIUM "C" LOGO	1,002,403	January 28, 1975
CONDUCTO PLATE	724,744	December 5, 1961
CURON	904,113	December 15, 1970
D-A LUBRICANT (Stylized)	208,213	January 19, 1926
D-A SPEED-SPORT	694,448	March 15, 1960
DENSICON 76	701,601	July 26, 1960
DUBL-TUFF	691,066	January 5, 1960
FSA	1,314,157	January 15, 1985
HEAT SHIELD	1,580,884	February 6, 1990
HO	1,504,731	September 20, 1988
HYPAX	720,332	August 22, 1961
J-16	538,944	March 6, 1951
JET-ROC AND DESIGN	561,374	July 15, 1952
K KENT AND DESIGN	1,152,030	April 28, 1981
KLINGFAST	599,879	December 28, 1954
LASTEK 33	704,819	September 27, 1960
MINCO	1,436,435	April 14, 1987

EXHIBIT A
(Cont'd)

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
MISCELLANEOUS METAL LOCK NUT DESIGN	1,685,051	May 5, 1992
PREMIER AUTOWARE (Stylized and Design)	1,882,433	March 7, 1995
PYROLITE	749,654	May 21, 1963
ROTANIUM	719,927	August 15, 1961
SCORE	708,646	December 20, 1960
SUPERPLEX	1,543,191	June 13, 1989
SUPERTANIUM	685,400	September 22, 1979
SUPERTANIUM ALLOY and Design	1,686,010	May 12, 1992
THERMO-TREX	2,032,054	January 21, 1997
TORK-LOK	741,816	December 11, 1962
TURBOJET	797,679	October 19, 1965
VULCALLOY	932,247	April 11, 1972
VYNA-STRIPE	801,679	January 11, 1966
VYNATEX 23	704,820	September 27, 1960

ASSIGNMENT OF UNITED STATES TRADEMARKS

This Assignment of United States Trademarks is made as of January 29, 1999 by PREMIER FARNELL CORP., a Delaware Corporation having a business address at 4500 Euclid Avenue, P.O. Box 94884, Cleveland, Ohio 44101-4884 (hereinafter "Assignor"), in favor of PREMIER FARNELL, LLC, a Delaware limited liability company having a business address at 4500 Euclid Avenue, P.O. Box 94884, Cleveland, Ohio 44101-4884 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of record of the trademarks listed on Exhibit A attached hereto (hereinafter "the Trademarks"), for which U.S. trademark registrations have issued in the U.S. Patent and Trademark Office by virtue of the merger of Premier Industrial Corporation into a surviving corporation that is named Premier Farnell Corp., a corporation of the State of Delaware, as specified by the attached Certificate from the Office of the Secretary of State of the State of Delaware shown as Exhibit B.

WHEREAS, pursuant to a Contribution Agreement dated January 29, 1999 among Assignor and Assignee, Assignor has agreed to transfer to Assignee Assignor's entire right, title, and interest in, to, and under the Trademarks, together with certain assets held by Assignor for use in the business to which the Trademarks pertain; and

NOW, THEREFORE, for and in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and set over and hereby sells, assigns, transfers, and sets over unto Assignee, Assignor's entire right, title, and interest, whether statutory or common law, in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the registration for the Trademarks identified on Exhibit A, any and all registrations, renewals, and extensions thereof, and any and all rights of recovery for infringement thereof, the same to be held and enjoyed by Assignee and Assignee's successors, assigns, and other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor had this assignment and sale not been made.

IN WITNESS WHEREOF, Assignor has caused this instrument to be duly executed as of

the day and year first set forth above.

PREMIER FARNELL CORP.,
a Delaware corporation

By: William J. Evanson
Name William J. Evanson
Title Vice President

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

On this day before me personally came William J. Evanson, to me known to be Vice President of Premier Farnell Corp., a Delaware Corporation and Assignor above-named, and acknowledged that he is empowered to execute this instrument on behalf of Premier Farnell Corp., that he executed the foregoing instrument as his free act and deed, both individually and as an official of said corporation, and that the same is the free act and deed of said corporation.

In testimony whereof, I have hereunto set my hand and affixed my seal, this 29th day of January, 1999.

Timothy C. Lee
Notary Public

(SEAL)

TIMOTHY C. LEE
Notary Public - Ohio
My commission has no expiration date
Section 147.03 R.C.

EXHIBIT B
CERTIFICATION

The attached Certificate from the Office of the Secretary of State of the State of Delaware certifies that PREMIER INDUSTRIAL CORPORATION, a corporation of the State of Ohio, has merged into a surviving corporation that is named PREMIER FARNELL CORP., a corporation of the State of Delaware.

I hereby certify that the attached Certificate is a true and exact copy of the original.

STATE OF OHIO)
) ss.
COUNTY OF CUYAHOGA)



Notary Public

Date: 1/29/99

My Commission Expires:

TIMOTHY C. LESLIE, Attorney at Law
Notary Public - State of Ohio

~~My commission has no expiration date~~
Section 147.03 R.C.

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PREMIER INDUSTRIAL CORPORATION", A OHIO CORPORATION, WITH AND INTO "FAC DELAWARE CORP." UNDER THE NAME OF "PREMIER FARNELL CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF APRIL, A.D. 1996, AT 9:37 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2582903 8100M

981084494

AUTHENTICATION:

DATE: 8953758

03-05-98

TRADEMARK
REEL: 1824 FRAME: 0489

CERTIFICATE OF MERGER
OF
PREMIER INDUSTRIAL CORPORATION
INTO
FAC DELAWARE CORP.

(Pursuant to Section 252 of
the General Corporation Law of the State of Delaware)

* * * * *

The undersigned does hereby certify that:

FIRST: The name and state of incorporation of
each of the constituent corporations is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Premier Industrial Corporation	Ohio
FAC Delaware Corp.	Delaware

SECOND: An Agreement and Plan of Merger (the
"Agreement") dated as of January 23, 1996, among Farnell
Electronics PLC, an English public limited company, FAC
Delaware Corp. and Premier Industrial Corporation has been
approved, adopted, certified, executed and acknowledged by
each of the constituent corporations in accordance with the
requirements of Section 252(c) of the General Corporation
Law of the State of Delaware.

THIRD: The name of the surviving corporation is
FAC Delaware Corp.

FOURTH: The certificate of incorporation of FAC Delaware Corp. shall be the certificate of incorporation of the surviving corporation, except that the following amendment to the certificate of incorporation of the surviving corporation is to be effected by the merger: The name of the surviving corporation, FAC Delaware Corp., shall be changed to "Premier Farnell Corp."; therefore the first article of the certificate of incorporation of the surviving corporation shall read "FIRST: The name of the corporation is "Premier Farnell Corp."."

FIFTH: The executed Agreement is on file at the principal place of business of the surviving corporation at 4500 Euclid Avenue, P.O. Box 94884, Cleveland, Ohio 44101-4884.

SIXTH: A copy of the Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of Premier Industrial Corporation is 101,500,000 shares, consisting of 1,500,000 shares of Serial Preferred Stock of the par value of \$1 each and 100,000,000 shares of Common Stock without par value.

EIGHTH: This Certificate of Merger shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has caused
this instrument to be duly executed by its authorized
officers.

Dated: April 11, 1996

FAC Delaware Corp.

By *A.C. Fisher*
Name: Andrew C Fisher
Title: Vice President

Attest:

Kenneth J. Mullen
Kenneth J. Mullen
Secretary

EXHIBIT A

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
AKROMATIC	1,117,166	May 1, 1979
AKRON	642,216	March 5, 1957
ENVIROPRO	1,717,308	September 22, 1992
ETP	1,748,071	January 26, 1993
EURO-BLACK	1,702,716	July 28, 1992
MISCELLANEOUS DESIGN	1,683,583	April 21, 1992
N-DIT	681,619	July 7, 1959
PLASTICON	680,267	June 16, 1959
PLEXALENE	1,120,341	June 19, 1979
PREMALLOY	1,080,780	January 3, 1978
PREMIER	1,721,978	October 6, 1992
PREMIER AND DESIGN	1,726,466	October 20, 1992
SUPERTANIUM	653,655	October 29, 1957
SUPERTANIUM AND DESIGN	1,685,052	May 5, 1992
TANIUM	671,398	December 23, 1958
TREX-ONICS	1,768,529	May 4, 1993

<u>Trademark</u>	<u>Application Number</u>	<u>Filing Date</u>
HY-TREX	75/530,800	August 4, 1993
SUPER-TREX	75/530,598	August 4, 1998
YOUR CHOICE BEHIND THE LINE OF FIRE	75/428,117	February 3, 1998