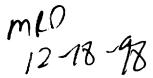
FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 12-23-1998



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RECORDATION FORM COVER SHEET

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Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment					
Correction of PTO Error	Merger Effective Date Month Day Year					
Reel # Frame #	Change of Name					
Corrective Document Reel # Frame #	Other					
Conveying Party	No. 1.16 delitional management of companies attached					
	Month Day Year					
Name A.T.&G. Company, Inc.	9 18 98					
Formerly						
Individual General Partnership	Limited Partnership X Corporation Association					
Other						
X Citizenship/State of Incorporation/Organiza	tion Michigan					
Receiving Party	Mark if additional names of receiving parties attached					
Name American Tool Companies, Inc	<u>c.</u>					
DBA/AKA/TA						
Composed of						
Address (line 1) 2800 West Higgins Road						
Address (line 2) Suite 805						
Address (line 3) Hoffman Estates	Illinois 60195					
City	State/Country Zip Code Limited Partnership If document to be recorded is an					
Individual General Partnership	assignment and the receiving party is not domiciled in the United States, an					
X Corporation Association appointment of a domestic representative should be attached.						
Other	(Designation must be a separate document from Assignment.)					
Citizenship/State of Incorporation/Organiza	tion Delaware					
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Correspond	lent Name and Addre	SS Area Code and	Telephone Number 8	47/310-3260	
Name	Robin B. Clawson				
Address (line 1)	American Tool Compan	ies, Inc.			
Address (line 2)	2800 West Higgins Ro	ad			
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	Trademark Application Number				
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1464307		936500	2050706		er (s)
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Fee Amount	Fee Amour	nt for Properties I	_isted (37 CFR 3.41):	\$ 215.00	
Method of		· ·	Peposit Account	\$ 315.00	
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		Deposit Account	Number:	#	
		Authorization to	charge additional fees:	Yes	No X
Statement ar	nd 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					
indica	ted herein.	1	12011		·,
Robin B. C	Laucon	1/2.01	Kl. VI-	C)	
	of Person Signing		Signature		December 1998
			rigilatalo		Date Signed

TRADEMARK REEL: 1831 FRAME: 0175

ASSIGNMENT OF UNITED STATES TRADEMARK REGISTRATIONS

WHEREAS, A.T.&G. Company, Inc. ("Assignor"), a Michigan corporation, having its principal office and place of business at 30790 W. Eight Mile Road, Farmington Hills, Michigan 48336, has adopted, used and is using the marks identified in the attached Schedule A ("the Marks"), the Marks being registered in the United States Patent and Trademark Office;

WHEREAS, American Tool Companies, Inc. ("Assignee"), a Delaware corporation, having its principal office and place of business at 2800 West Higgins Road, Suite 805, Hoffman Estates, Illinois 60195, and which is the sole shareholder of American Tool Companies of Arkansas, Inc., is desirous of acquiring the Marks and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks, and the U.S. Registrations thereof, Nos. 1,464,307, 1,578,679, 1,762,886, 1,865,582, 1,879,535, 1,936,494, 1,936,500, 1,939,252, 1,967,615, 2,050,706, 2,083,335 and 2,167,452.

Assignor further agrees, at Assignee's sole cost and expense, to (i) communicate to Assignee or its representatives or agents all facts and information known or available to Assignor regarding the Marks including evidence for cancellations, oppositions or for other legal proceedings, whenever requested; (ii) testify in connection with any cancellation, opposition or other proceedings; (iii) execute and deliver, on request, all lawful papers including renewals, assignments, powers of attorney, declarations, oaths, affidavits, depositions, etc.; and (iv) generally do everything possible to aid Assignee, its successors and assigns, but at the expense of Assignee, in obtaining and enforcing proper protection for the Marks, in the United States and countries foreign thereto.

A.T.&G. COMPANY, INC.

Ben V. Bonner, President

Date

TRADEMARK REEL: 1831 FRAME: 0176

SCHEDULE A MARKS

	SCHEDULE A MARKS			
MARK	REGISTRATION NO. ISSUE DATE	SERIAI NO. FILING DATE		
AT&G	1,865,582	74/333 327		
	06 December 1994	23 November 1992		
CHEMDRIVE	1,464,307	73/653.481		
	10 November 1987	06 April 1987		
CHIPWAND	2,167,452	75/289 833		
	23 June 1998	12 May 1997		
COMFORT-DRIV	1,879,535	74/508 327		
	21 February 1995	04 April 1994		
GOLD SET	2,083,335	75/070 521		
	29 July 1997	11 March 1996		
GRIPTITE	1,967,615	74/431,929		
	16 April 1996	03 September 1993		
KWIKLIP	2.050,706	75/081.591		
(stylized)	08 April 1997	27 March 1996		
MAKING THE TOOLS	1.578,679	73/797,388		
THAT MAKE AMERICA!	23 January 1990	03 May 1989		
PIC-A-BIT	1,762,886	74/247,166		
	06 April 1993	19 February 1992		
SPADE-DRIV	1,939,252	74/508.867		
	05 December 1995	04 April 1994		
T-DRIVER	1,936,500	74/509,350		
	21 November 1995	05 April 1994		
UNI-KIT	1,936,494	74/508,328		
	21 November 1995	04 April 1994		

RECORDED: 12/18/1998

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