

04-07-1999



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MKD
12-28-98

100955881

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

IPMC, Inc.
9125 West Jefferson Street
Detroit, Michigan 48209

- 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 Party(ies) receiving an interest:

Name: IPMC Acquisition, L.L.C.
Internal Address: _____
Street Address: 100 Tri-State
City: Lincolnshire State: Illinois Zip: 60669

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

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

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

Execution Date: November 20, 1998

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

A. Trademark Application No.(s): N/A

B. Trademark Registration No.(s): 1,221,651 683,282
873,451

Additional numbers attached? Yes No

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

Name: Arlene D. Hanks, Esq.
Internal Address: Moore & Van Allen, PLLC
Street Address: 2200 West Main Street, Suite 800
City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.4): \$ 90.00
 Enclosed
 Authorized to be charged to deposit account
(Any Deficiency)

8. Deposit account number:
13-4365
(Attach duplicate copy of this form 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.

Arlene D. Hanks, Esq.
Name of Person Signing

[Signature]
Signature

12-22-98
Date

Total number of pages including cover sheet, attachments and document: 90E

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

Kim Oakley
(Typed or printed name of person signing the certificate)

[Signature]
(Signature of the person signing the certificate)

12-22-98
(Date of Signature)

12/31/1998 DNGUYEN 00000209 1221651

01 FC:481
02 FC:482

40.00 OP
50.00 OP

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS, dated as of November 20, 1998 ("Assignment"), by IPMC, Inc., a Delaware corporation ("Assignor"), in favor of IPMC ACQUISITION, L.L.C, a Delaware limited liability corporation ("Assignee").

W I T N E S S E T H

WHEREAS, Assignor has adopted, used, is using and is the owner of the trademarks and/or service marks listed on Schedule A hereto, which trademarks and/or service marks are registered or have been filed for registration in the United States Patent and Trademark Office (the "Trademarks"); and

WHEREAS, Assignor and Assignee are parties to that certain Assets Purchase Agreement, dated August 28, 1998, as amended October 26, 1998 (the "Assets Purchase Agreement"), pursuant to which Assignor has agreed to sell to Assignee and Assignee has agreed to purchase from Assignor, the Trademarks and the goodwill connected with and symbolized thereby, among other assets.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer, set over, and deliver to Assignee all of Assignor's right, title, and interest in and to the Trademarks and the registrations thereof and applications therefor, together with (i) the goodwill of the business connected with the use of and symbolized by the Trademarks, (ii) all causes of actions, claims and demands or other rights for, or arising from any infringement, including past infringement, of the Trademarks, (iii) to the extent that any trademark or service mark applications included in the Trademarks are filed on the basis of Assignor's "intent to-use" such trademarks or service marks, the portion of the business to which those trademarks or service marks apply (which business is ongoing and existing), and (iv) all rights corresponding thereto throughout the world, all upon the terms and subject to the conditions set forth in the Assets Purchase Agreement.

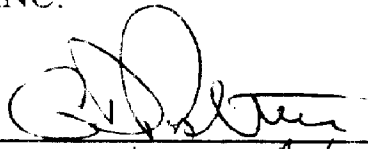
Assignor further agrees, without further consideration, to cause to be performed such lawful acts and to be executed such further assignments and other lawful documents as Assignee may reasonably request to effectuate fully this Assignment and to permit Assignee to be duly recorded as the registered owner and proprietor of the rights hereby conveyed.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed by the signature of its duly authorized officer as of the date above first written.

ASSIGNOR:

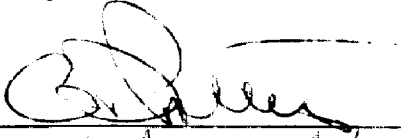
IPMC, INC.

By: 
Name: C. Douglas Patterson
Title: Secretary

Acknowledged and Accepted:

ASSIGNEE:

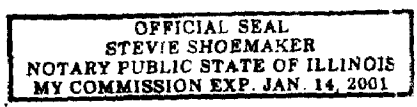
IPMC ACQUISITION, L.L.C.

By: 
Name: C. Douglas Patterson
Title: Secretary

STATE OF ILLINOIS)
) SS.
COUNTY OF)

I, a notary public, in and for the county and state aforesaid, do hereby certify that G. Dupe Patterson personally known to me to be the Secretary of SPMC, INC, a DELAWARE corporation, appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of said corporation pursuant to authority granted to him/her by the board of directors of said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this 20th day of November, 1998



Stevie Shoemaker
Notary Public

My commission expires: 1-14-01

SCHEDULE A TO ASSIGNMENT OF TRADEMARKS

IPMC, Inc. Registered U.S. Trademarks

Name of Trademark	Registration Number
HURON	1,221,651
PH (and design)	683,282
PORT HURON	873,451