

MM

1-15-99

01-20-1999



EET

To the Honorable Commissioner of Pa

100946084

See attached original documents or copy thereof.

1. Name of conveying party(ies):

AAR CORP.

- Individual(s)
 - General Partnership
 - Corporation-State Delaware
 - Other _____
- Additional name(s) of conveying party(ies) attached? Yes No

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

Name: Minuteman International, Inc.
 Internal Address: _____
 Street _____
 Address: 111 South Rohlwing Road
 City: Madison State: IL ZIP: 60101

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

3. Nature of Conveyance:

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be separate document from Assignment)

Execution Date: November 23, 1998

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,460,624 1,796,234
 1,761,037 2,171,791

Additional numbers attached? Yes No

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

Name: James J. Hill, Esq.
 Internal Address: EMRICH & DITHMAR
Suite 3000
 Street Address: 300 S. Wacker Drive
 City: Chicago State: IL ZIP: 60606

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41)..... \$ 120.00
 Enclosed
 Authorized to be charged to deposit account
 --Any additional fee deemed to be required.

8. Deposit account number:
05-1060
 (Attach duplicate copy of this page if paying by deposit account)

01/20/1999 DNGUYEN 00000005 1460624

01 FC:481 40.00 DP
 02 FC:482 75.00 DP
 03 FC:998 5.00 DP

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.

JAMES J. HILL
 Name of Person Signing

James J. Hill
 Signature

1/11/99
 Date

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

ASSIGNMENT OF TRADEMARKS AND DECLARATION

BY THESE PRESENTS, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged AAR CORP., a Delaware corporation, having its office at One AAR Place, 1100 North Wood Dale, Wood Dale, Illinois, 60191, hereby assigns, sells and transfers to MINUTEMAN POWER BOSS, INC., an Illinois corporation, having its office at 111 South Rohlwing Road, Addison, Illinois, 60101, and its successors and assigns, all ^{its} right, title and interest in and to the U. S. and Foreign Trademark Registrations and Applications on the attached Exhibit A, and to the marks described therein, together with the good will of the business symbolized by the marks, and the right to sue and recover for any past infringements of said marks.

~~to the extent~~
stipulated in
the Assignment
Purchase
Agreement

AAR CORP., through its duly appointed officer empowered and authorized to make these declarations, hereby declares:

1. AAR CORP. is sometimes erroneously stylized as AAR CORPORATION.
2. AAR CORP. and AAR CORPORATION are one and the same entity with

respect to the ownership of the trademarks and trademark registrations identified in attached Exhibit A.

3. ~~AAR CORP. owns the full and unencumbered right, title and interest in~~

~~and to said trademarks and trademark registrations identified in attached Exhibit A, and~~

~~represents that said registrations are subsisting and have not been canceled or lapsed.~~

IN WITNESS WHEREOF, AAR CORP. has executed this Assignment this

23rd day of November, 1998.

AAR CORP.

By: *[Signature]*

Title *Vice President*

STATE OF ILLINOIS

COUNTY OF DUPAGE

On the _____ day of _____, 1998, personally appeared before me _____, and to me personally known to be the person who executed Assignment and Declaration and (s)her acknowledged that (s)he executed the foregoing for the uses and purposes therein expressed.

Notary Public

EXHIBIT A

THE ASSIGNED TRADEMARKS

<u>Mark</u>	<u>U.S. Reg. No.</u>	<u>Issued</u>
POWER BOSS	1,460,624	10/13/87
BADGER	1,761,037	3/30/93
ARMADILLO	1,796,234	10/5/93
PROWLER	2,171,791	7/7/98
POWERCLEAN		

	<u>Foreign Registrations Country/No.</u>	<u>Issued</u>
POWERBOSS	Australia A483,503	4/6/90
POWERBOSS	Austria 118,394	12/16/87
POWERBOSS	Benelux 438,762	7/14/87
POWERBOSS	Canada 340,980	5/27/88
POWERBOSS	Denmark 212,876	1/13/89
POWERBOSS	France 1,416,113	6/30/87
POWERBOSS	Germany 1,117,358	2/3/88
POWERBOSS	Great Britain 1,314,856	7/6/87
POWERBOSS	Italy 531,457	7/2/90
POWERBOSS	Japan 2,493,221	12/25/92
POWERBOSS	Korea 171,473	6/7/89

POWERBOSS	Norway 134,458	12/1/88
POWERBOSS	Sweden 212,876	1/13/89
POWERBOSS	Switzerland 355,918	11/25/87
ARMADILLO	Benelux 521,302	9/11/92
ARMADILLO	Canada 418,332	10/15/93
ARMADILLO	France 92,428,110	7/24/92
ARMADILLO	Germany 2,039,175	7/27/92
ARMADILLO	Great Britain A1,508,171	3/16/92
ARMADILLO	Italy 651,661	5/17/95
ARMADILLO	Japan 3,078,182	9/29/95