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To the Honorable Commissioner of Patents &

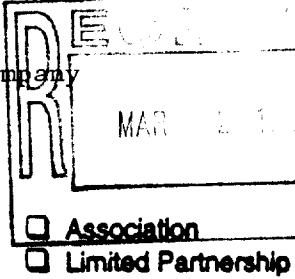
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original documents or copy thereof.

MD 3.2.99

1. Name of conveying party(ies):

Purolator Products Company



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

Name: Facet Holding Co., Inc.

Internal Address: One Towne Centre

Street Address: 501 John James Audubon Parkway

City: Amherst State: NY ZIP: 14228

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

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

Additional name(s) of conveying party(ies) attached? Yes No

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 24, 1999

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

A. Trademark Application No.(s)

75/608288

B. Trademark registration No.(s)

706342
2121444

Additional numbers attached? Yes No

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

Name: John P. Hains

Internal Address:

Street Address: 28 Church Street, Suite 700

City: Buffalo State: NY ZIP: 14202

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41):..... \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page, 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.

John P. Hains
Name of Person Signing

Signature

February 26, 1999
Date

Total number of pages containing cover sheet:

2

400 PIP
500 PIP
03/19/99 JMATKINS 0000160 75608288

ASSIGNMENT OF TRADEMARKS

For value received, the undersigned **PUROLATOR PRODUCTS COMPANY**, a Delaware corporation, hereby assigns to **FACET HOLDING CO. INC.**, a Delaware corporation with a principal place of business at One Towne Centre, 501 John James Audubon Parkway, Amherst, New York 14228, all of its right, title and interest in the United States trademarks listed below, all registrations thereof, and the goodwill of the business associated therewith, including the right to sue for past infringement.

<u>Mark</u>	<u>Registration No.</u>
MICROPLEAT	706342
MOISTURE GUARD	2121444
POROBON	75/608288 (Application)

Dated: February 24, 1999

PUROLATOR PRODUCTS COMPANY

By: 
Douglas J. Fiege, Vice President