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To the Honorable Commissioner of Patent

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attached original documents or copy thereof.

1. Name of conveying party(ies):

Purolator Products Company

Address of receiving party(ies):

Facet Holding Co., Inc.

03-11-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

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
- Association
- Limited Partnership

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

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

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)

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:

Lippes, Silverstein, Mathias & Wexler

Street Address: 28 Church Street

700 Guaranty Building

City: Buffalo State: NY ZIP: 14202

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):..... \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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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

March 10, 1999

Date

Total number of pages comprising cover sheet:

2

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.

Mark

Registration No.

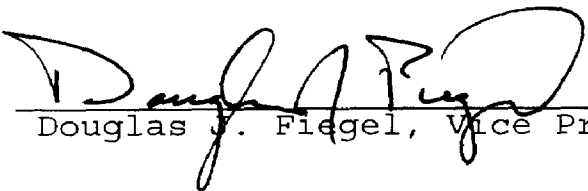
POROBON

75/608288 (Application)

Dated: February 24, 1999

PUROLATOR PRODUCTS COMPANY

By:



Douglas J. Flegel, Vice President