

RECORDATION FORM COVER SH TRADEMARKS ONLY

04-08-1999



To the Honorable Commissioner of Patents and Trademarks: Please record the attached orig

101005471

1. Name of conveying party(ies):
McLean Midwest Corporation

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

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

2. Name and address of receiving party(ies):
Name: Applied Power Inc. **8:17 AM -4 AM 7:52**
Internal Address: CPR/FILANCE

Street Address:
P.O. Box 325

City:State: Zip: Milwaukee, WI 53201-0325

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 22, 1999

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporate-State (Wisconsin)
 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

56/17/99

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

A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1, 810, 644

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 1

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

Name: Robert L. Titley
Internal Address: Quarles & Brady LLP

Street Address: 411 East Wisconsin Avenue
City: Milwaukee State: Wisconsin Zip: 53202

7. Total Fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number
17-0055

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

04/07/1999 JSHBAZZ 00000059 170055 181064
01 FC 401 40.00 CH

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.

Robert L. Titley
Name of person signing Robert L. Titley Signature 3/30/99 Date

Total number of pages including cover sheet, attachments, and document: 35

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

This Assignment is made effective as of March 22, 1999, by McLean Midwest Corporation, a Minnesota corporation ("Assignor") having its principal place of business at 11611 Business Park Blvd. North, Champlin, MN 55316, for the benefit of Applied Power Inc., a Wisconsin corporation ("Assignee") having its principal place of business at P.O. Box 325, Milwaukee, Wisconsin 53201-0325.

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the U.S. Trademark Registration No. 1,810,644, registered in the U.S. Patent and Trademark Office on December 14, 1993, which registration is now valid and subsisting (the "Registration"), and the trademark MCLEAN MIDWEST for climate control systems (the "Trademark"); and

WHEREAS, Assignee desires to acquire from Assignor the Trademark and the Registration and the goodwill of the business in connection with which the Trademark and the Registration are used;

NOW, THEREFORE, in consideration of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor agrees to sell, assign, and transfer to Assignee, its successors and assigns, and does hereby sell, assign, and transfer to Assignee, its successors and assigns, Assignor's entire right, title, and interest in and to the Trademark and the Registration, and the goodwill of the business symbolized by the Trademark and the Registration and in connection with which the Trademark and the Registration are used, and all claims and demands, if any,

including all claims and demands for past infringement, that Assignor may have in connection with the Trademark or the Registration arising before and as of the date of this Assignment.

Assignor agrees to cooperate with Assignee so that Assignee may enjoy to the fullest extent the rights assigned hereunder. Assignor agrees to assist Assignee at Assignee's expense with all proceedings involving the Trademark and the Registration assigned hereunder, including but not limited to infringement suits, cancellation proceedings, and priority contests.

The terms and provisions of this Assignment shall inure to the benefit of Assignee and its successors and assigns, and shall be binding on Assignor and its legal representatives and any corporation controlling Assignor.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its authorized officer as of the date first stated above.

McLean Midwest Corporation

By: 

Title: 

STATE OF WISCONSIN)
) ss
MILWAUKEE COUNTY)

Rick Carroll, known to me to be the
VP/Treasurer of McLean Midwest Corporation, personally
appeared before me this 22nd day of March, 1999, and executed or
acknowledged to me that he executed the foregoing Assignment on
behalf of McLean Midwest Corporation and pursuant to authority
duly received.

Jim Stankovich

Notary Public

State of Wisconsin, Milwaukee County
My Commission is permanent/expires: 11/24/02

