

05-24-1999

MKD 5-19-99



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

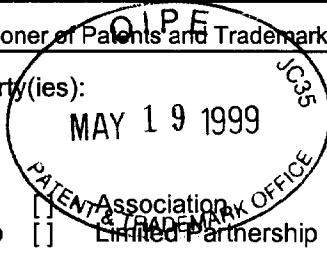
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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Attorney Docket No. 07524.0015

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

1. Name(s) of conveying party(ies):
 Pirelli Pneumatici S.p.A.
 Individual(s)
 General Partnership
 Corporation-Italy
 Association
 Limited Partnership



2. Name(s) and address(es) of receiving party(ies):
 Name: Sipir Finance N.V.
 Address: Aert Van Nesstraat 45
Rotterdam, The Netherlands

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

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation - Dutch
 Other:

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

Other: _____
 Execution Date: April 1, 1999

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/495,945

B. Trademark Registration No.(s)
741,997

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Virginia L. Carron, Esq.
 Address: Finnegan, Henderson, Farabow,
Garrett & Dunner, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 2
 7. Total fee (37 CFR 3.41): \$ 65
 Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to deposit account only if fee is deficient

8. Deposit account number:
06-0916

(05/21/1999 MTHAI1 00000196 75495945)
 01 FD:481 40.00 DP
 02 FD:482 25.00 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.
Virginia L. Carron Virginia L Carron May 14, 1999
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

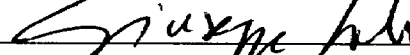
ASSIGNMENT

PIRELLI PNEUMATICI S.p.a., an Italian corporation with its principal place of business at Viale Sarca 222, 20126 Milan, Italy ("Assignor"), is the owner of the mark CEAT, no. 741,997, registered on 11.12.1962 and of the U.S. trademark registration therefor ("the Trademark"), and of the trademark application CEAT, no. 74/495945, filed on 02.03.1994 ("the Application").

SIPIR FINANCE N.V., a Dutch corporation with its principal place of business at Aert Van Nesstraat 45, Rotterdam, The Netherlands ("Assignee"), wishes to acquire the Trademark and the Application.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title and interest in and to the Trademark and the Application, together with the goodwill of the business associated with the Trademark and the Application, and the right to sue and recover for past infringements, dilution, and other violations.

PIRELLI PNEUMATICI S.p.a.

By: 

Name: Dr. Giuseppe Sala

Title: Managing Director

Date: 1st April 1999

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: Pirelli Pneumatici S.p.a.
Reg. Number: 741,997
Issue Date: December, 11, 1962
Mark: CEAT

ASSISTANT COMMISSIONER FOR TRADEMARKS
2999 Crystal Drive
Arlington, Virginia 22202-3513

ATTN: BOX POST REG NO FEE

DESIGNATION OF DOMESTIC REPRESENTATIVE

Finnegan, Anderson, Farbow, Garret & Dunner, L.L.P., having a postal address at 1300 I Street, N.W., Washington, D.C. 20005-3315, is hereby designated as the registrant's representative upon whom notice or process in proceedings affecting the mark may be served.

Pirelli Pneumatici S.p.a.

By: Paolo Guella

Name: Paolo Guella

Title: Proxy Holder

Date: 25/03/1999