

05-24-1999

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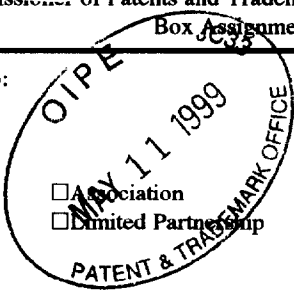


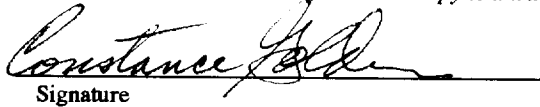
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101043861

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.
Box Assignments, Washington, DC 20231



<p>1. Name of conveying party(ies): SUMCO INC.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation - Indiana</p> <p>Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>5-11-99</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: HANDY & HARMAN</p> <p>Internal Address: _____</p> <p>Address: 555 Theodore Fremd Avenue City: Rye State: New York Country United States of America</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation New York <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: May 7, 1999</p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>B. Trademark registration No.(s) 1,698,763 and 1,684,010</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>PENNIE & EDMONDS llp 1155 Avenue of the Americas New York, NY 10036</p> <p>Attn.: PATRICIA VEGA</p> <p>File No.: 1719-231/232-999</p>	<p>6. Total number of applications and registrations involved: TWO</p> <p>7. Total fee (37 CFR 3.41):.....\$65</p> <p>Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: 16-1150 65E</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. <i>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.</i></p> <p>Constance Golden, Esq.  5/11/99 Date</p> <p>Name of Person Signing Signature</p> <p>Total number of pages comprising cover sheet: 3</p>	

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ASSIGNMENT

THIS DEED is made and entered into as of _____, 1999

WHEREAS, **SUMCO INC.**, a corporation organized and existing under the laws of the State of Indiana, having an office at 1351 South Girls School Road, Indianapolis, Indiana 46231, United States of America is the owner of the trademarks and registrations thereof in the United States Patent and Trademark Office as set forth in **Schedule A** attached hereto together with the goodwill of the business connected with and symbolized by said trademarks; and

WHEREAS, **HANDY & HARMAN**, a corporation organized and existing under the laws of the State of New York, having an office at 555 Theodore Fremd Avenue, Rye, New York, 10580, United States of America, is desirous of acquiring said trademarks and registrations thereof together with the goodwill of the business connected with and symbolized by said trademarks.

NOW, **THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor, **SUMCO INC.**, does hereby sell and assign unto the Assignee, **HANDY & HARMAN**, all right, title and interest in and to said trademarks and registrations thereof as set forth in **Schedule A** attached hereto, together with the goodwill of the business connected with and symbolized by said trademarks and together with all the rights for recovery, damages and profits for past infringements, if any.

IN WITNESS WHEREOF, the Assignor, **SUMCO INC.**, has caused this instrument to be executed by its duly authorized corporate officer and its corporate seal to be hereunto affixed this 7th day of May, 1999.

SUMCO INC.

By: Paul E. Dixon

Name: Paul E. Dixon

Title: Vice President and Secretary

NY2 - 954278.1

Schedule A

Mark Name	App # App Date	Reg # Reg Date	Renewal Date	Status	Country
SUMCO INC. & DESIGN		1,698,763 JULY 07, 1992	JULY 07, 2002	REGISTERED	UNITED STATES
SUMCO INC. & DESIGN		1,684,010 APRIL 21, 1992	APRIL 21, 2002	REGISTERED	UNITED STATES