



To the Honorable Commissioner of Patent

Send original documents or copy thereof.

101091990

1. Name of conveying party(ies):

Applied Power Inc.

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

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

mra 7-12-99

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 25, 1999

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

Name: APW Tools and Supplies, Inc.

Internal Address: _____

Street Address:

6101 North Baker Rd.

City:State: Zip: Milwaukee, WI 53209

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

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

A. Trademark Application No.(s)

(74/666,713)

B. Trademark Registration No.(s)

(1,293,923; 1,200,859; 948,151; 731,462; 1,254,879; 940,930)

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved:

7. Total Fee (37 CFR 3.41) \$ 190.00

- 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)

07/14/1999 DNGUYEN 00000293 170055 74666713

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 150.00 CH

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

R. L. Titley
Signature

7/7/99
Date

Total number of pages including cover sheet, attachments, and document: 6

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

ASSIGNMENT OF TRADEMARKS

This Assignment is made effective as of June 25, 1999, by Applied Power Inc., a Wisconsin corporation ("Assignor") having its principal place of business at P.O. Box 325, Milwaukee, Wisconsin 53201-0325, for the benefit of APW Tools and Supplies, Inc., a Wisconsin corporation ("Assignee") having its principal place of business at 6101 North Baker Road, Milwaukee, WI 53209.

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the trademarks (the "Trademarks"), and the registrations (the "Registrations") and/or applications for registration therefor (the "Applications"), listed on the attached Schedule of Trademarks, registered or filed in the U.S. Patent and Trademark Office on the dates listed on the attached Schedule of Trademarks; and

WHEREAS, Assignee desires to acquire from Assignor the Trademarks, the Registrations and the Applications, and the goodwill of the business in connection therewith;

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 Trademarks, the Registrations and the

Applications, and the goodwill of the business in connection therewith, and all claims and demands, if any, including all claims and demands for past infringement, that Assignor may have in connection with the Trademarks, the Registrations and the Applications 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 Trademarks, the Registrations and the Applications 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.

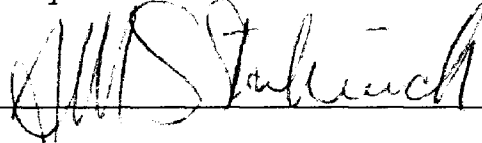
Applied Power Inc.

By: _____


Richard D. Smith
Chairman, President, and
CEO

STATE OF WISCONSIN)
) ss
MILWAUKEE COUNTY)

Richard D. Sim, known to me to be the Chairman, President and CEO of Applied Power Inc., personally appeared before me this 25th day of June, 1999, and executed or acknowledged to me that he executed the foregoing Assignment on behalf of Applied Power Inc. and pursuant to authority duly received.



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

[Notary Seal]



Schedule of Trademarks Assigned by
Applied Power Inc.
To APW Tools and Supplies, Inc.

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BLOROPE and Design	1,293,923	September 11, 1984
CUT-A-WAY	1,200,859	July 13, 1982
JET LINE	948,151	December 5, 1972
RIGID ROPE	731,462	May 15, 1962
THE INFLATABLES	1,254,879	October 18, 1983
TRUE TAPE	940,930	August 15, 1972
	<u>Application No.</u>	<u>Application Date</u>
DOUBLELOCK	74/666,713	April 28, 1995