

REC

07-27-1999

SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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Tab settings

To the Honorable Commissioner of Pat

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Ward Manufacturing, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date: May 17, 1999

2. Name and address of receiving party(ies)

Name: Gunite Acquisition Corp.

Internal Address:

Street Address: 302 Peoples Avenue

City: Rockford State: IL ZIP: 61104

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

If assignee is not domiciled in the United States, a complete 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 patent number(s):

A. Trademark Application No.(s)

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: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

07/26/1999 DMUYEN 00000112 75334684

01 FC:481
02 FC:482

40.00 OP
100.00 OP

DO NOT USE THIS SPACE

6. Total number of applications and registrations involved: 5

7. Total fee (U.S. dollars) \$140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

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

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.

Laura Konrath

Name of Person Signing

Signature

Date



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

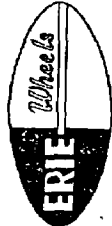
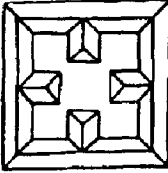
Mail documents to be recorded with required cover sheet information to:

Continuation
Item 4

SCHEDULE A

UNITED STATES TRADEMARK APPLICATION AND REGISTRATIONS

Mark	Country	Reg. No. / Reg. Date (App. No. / App. Date)	Goods	Owner	Status
	United States	(75-334,684) (August 1, 1997)	Land vehicle parts, namely wheels, hubs and drums	EMI Company 603 West 12th Street Erie, PA 16501	Pending; Final Refusal Mailed
	United States	1,502,799 September 6, 1988	Iron Castings	EMI Company 603 West 12th Street Erie, PA 16501	Registered

Mark	Country	Reg. No. / Reg. Date (App. No. / App. Date)	Goods	Owner	Status
ERMAX	United States	1,018,797 August 26, 1975	Vehicle wheels	Erie Malleable Iron Company c/o EMI Company 603 West 12th Street Erie, PA 16501	Renewed
	United States	954,333 March 6, 1973	Wheel and brake drum products	EMI Company 603 West 12th Street Erie, PA 16501	Renewed
	United States	851,749 July 2, 1968	Malleable iron castings	EMI Company 603 West 12th Street Erie, PA 16501	Renewed

TRADEMARK ASSIGNMENT

In consideration of the payment by **GUNITE ACQUISITION CORP.**, a corporation of the State of Delaware, having a place of business at 302 Peoples Avenue, Rockford, Illinois 61104 (hereinafter "ASSIGNEE"), to **WARD MANUFACTURING, INC.**, a corporation of the State of Pennsylvania, having a business office at 115 Gulick Street, Blossburg, Pennsylvania 16912 (hereinafter "ASSIGNOR"), of good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE and its successors, assigns and legal representatives the entire right, title and interest in and to and any and all rights and privileges provided under the laws of the United States, the individual states thereof and jurisdictions foreign thereto regarding the trademark registrations and trademark applications listed on the attached Schedule A, together with the goodwill associated therewith, and any and all renewals thereof, the same to be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by ASSIGNOR if this Assignment and sale had not been made.

[signature page follows]

IN WITNESS WHEREOF, ASSIGNOR has duly executed this Assignment as of the

17th day of May, 1999.

**WARD MANUFACTURING, INC.,
a Pennsylvania corporation**

By: Stephen A. Rhodes

Name: Stephen A. Rhodes

Title: Chairman of the Board
and Chief Executive Officer

State of New York
County of New York

The foregoing instrument was executed before me on May 17, 1999 by Stephen A. Rhodes, as Chairman of the Board and Chief Executive Officer of Ward Manufacturing, Inc., a Pennsylvania corporation.

Notary Signature

NORUHICA ISHIZUKA
Notary Public, State of New York
No. 31-4942058
Qualified in New York County
Commission Expires September 12, 2000