

MJD
8/2/99



101108894

To the Honorable Commissione.

he attached original documents or copy thereof.

1. Name of conveying party(ies):
 The Lincoln Electric Company
 Individual(s) Association
 General Partnership Limited
 Corporation- Ohio Partnership
 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 28, 1999

2. Name and address of receiving party(ies):
 Name: Marathon Electric Manufacturing Corporation
 Internal Address:
 Street Address: 100 East Randolph Street
 City: Wausau State: Wisconsin Zip: 54401
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation—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 names(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark registration No.(s)
 See attached

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Rachel S. Jozefacki
 Internal Address: Foley & Lardner

 Street Address: 777 E. Wisconsin Avenue

 City: Milwaukee State: WI Zip: 53202-5367

6. Total number of applications and registrations involved:.....[7]
 7. Total fee (37 CFR 3.41):\$190.00
 Enclosed
 Authorized to be charged to deposit account any fee deficiencies.
 8. Deposit account number: 06-1447
 (Attach duplicate copy of this page if paying by deposit account)

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.

Rachel S. Jozefacki
 Name of Person Signing

Rachel S. Jozefacki
 Signature

July 27, 1999
 Date

08/03/1999 DNGUYEN 00000415 1892951

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

Total Number of pages including cover sheet: [2]

ATTACHMENT A

THE LINCOLN ELECTRIC COMPANY

U.S. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
C-TAC	1,892,951	05/09/95
V-TAC	1,997,383	10/28/94
ULTIMATE E	1,968,931	04/16/96
LINGGUARD	1,258,289	11/22/83
MULTIGUARD	725,038	12/21/61
ULTIMATE SD	2,105,139	10/14/97
INCENTIVE FLOW MANUFACTURING	2,088,339	08/21/97

CANADIAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
ULTIMATE E	481,722	08/27/97
LINGGUARD	246,423	06/13/80
MULTIGUARD	246,422	06/13/80

TRADEMARK ASSIGNMENT

WHEREAS, **THE LINCOLN ELECTRIC COMPANY**, a corporation of the State of Ohio ("LINCOLN"), has adopted, has used, and is using the trademarks indicated in Attachment A, and is the owner of the registrations and applications thereof, indicated respectedly in the said Attachment A; and

WHEREAS, **MARATHON ELECTRIC MANUFACTURING CORPORATION**, a corporation of the State of Wisconsin ("MARATHON"), is desirous of acquiring said marks and the registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, LINCOLN does hereby assign to MARATHON all LINCOLN'S right, title, and interest in and to the trademarks identified in Attachment A, the right to sue for past infringement thereof, together with the goodwill of the business symbolized by the marks, and any registrations thereof.

THE LINCOLN ELECTRIC COMPANY

Sign Name Here: _____ F. G. Stueber _____
 Print Name Here: _____
 Print Title Here: _____

FREDERICK G. STUEBER
Senior Vice President,
General Counsel
and Secretary

Dated: May 28, 1999

STATE OF _____)
) SS:
 COUNTY OF _____)

On this 28 day of May, 1999, before me appeared Fredrick G. Stueber, to me personally known, who, being by me duly sworn, did say that he/she is the Senior Vice Pres / General Counsel / Secretary of The Lincoln Electric Company, a corporation of the State of Ohio, and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and said instrument acknowledged the foregoing instrument to be the free act and deed of such corporation.

 Notary Public
 My commission expires: _____

KEIRSTEN L. RIEDEL
NOTARY PUBLIC, STATE OF OHIO
COMMISSION EXP. NOV. 23, 1999
RECORDED IN GAUGA COUNTY