

08-10-1999



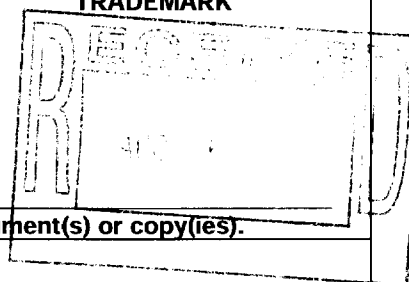
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TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

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Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year
 12 23 1998

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership Association

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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REEL: 001941 FRAME: 0517

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(713) 877-1515

Name Ben D. Tobor (4633.010)

Address (line 1) TOBOR, GOLDSTEIN & HEALEY, L.L.P.

Address (line 2) 1360 Post Oak Blvd., Ste. 2300

Address (line 3) Houston, TX 77056-3023

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1,875,760

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Ben D. Tobor

Name of Person Signing

Signature

8/3/99

Date Signed

A S S I G N M E N T

WHEREAS, DXP Acquisition, Inc., doing business as Strategic Acquisition, Inc., a Nevada Corporation, located and doing business at Houston, Texas, is the owner of the trademark "SAFETYMASTER" and Registration No. 1,875,760 therefor; and

WHEREAS, DXP Enterprises, Inc., a Texas Corporation located and doing business at Houston, Texas, has succeeded to the business, assets, and goodwill of DXP Acquisition, Inc., associated with the trademark SAFETYMASTER and Registration No. 1,875,760 therefor.

NOW, THEREFORE, in consideration of and in exchange for the sum of \$10, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, DXP Acquisition, Inc., by and through its Senior V.P./Finance, does hereby sell, assign, and transfer, unto DXP Enterprises, Inc., the entire right, title, and interest in and to the trademark SAFETYMASTER and Registration No. 1,875,760 therefor, together with the goodwill of the business in connection with which the trademark has been used.

DXP ACQUISITION, INC.

By: Gary A. Allcorn

Printed Name: Gary A. Allcorn

Title: Senior V.P./Finance

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this 23rd day of December, 1998, personally appeared Gary A. Allcorn, an officer of DXP Acquisition, Inc., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same of his own free will for the purposes and consideration therein expressed, and that he was authorized to execute the foregoing instrument on behalf of DXP Acquisition, Inc.

Gerri G. Goode
NOTARY PUBLIC, STATE OF TEXAS

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