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09-03-1999

FORM PTO-1594 (Rev. 6-93)

REC

OMB No. 0651-0011 (exp. 4/94)



HEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

101135645

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Northern Tool & Equipment Company, Inc. (formerly known as Northern Hydraulics, Inc.)

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

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

2. Name and address of receiving party(ies)

Name: H & D Acquisition Company

Internal Address:

Street Address: 111 Red Banks Road

City: Greenville State: NC ZIP: 27834

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State North Carolina, 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

3. Nature of conveyance:

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

Execution Date: July 1, 1999

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

A. Trademark Application No.(s)

75/390,262
75/389,934
75/396,510

B. Trademark Registration No.(s)

1526185
2160705
2159088

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Julia C. Archer, Esq

Internal Address:

Street Address: 1001 West Fourth Street

City: Winston-Salem State: NC ZIP: 27101

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

16-1435

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

09/02/1999 DNGUYEN 00000251 1526185

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 125.00 OP

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.

Julia C. Archer, Esq.

Name of Person Signing

Signature

8/25/99

Date

Total number of pages including cover sheet, attachments, and document: 5

TRADEMARK ASSIGNMENT

WHEREAS, Northern Tool & Equipment Company, Inc., a Minnesota corporation formerly known as Northern Hydraulics, Inc., having its principal offices at 2800 Southcross West, Burnsville, Minnesota 55337, ("ASSIGNOR") has adopted, used, is using and owns all rights in and to the trademarks listed below:

TRADEMARK	SERIAL or REGISTRATION NO.
DUNN'S	75/390,262
DUNN'S SINCE 1950 AND DESIGN	75/389,934
DUNN'S SUPPLY CATALOG SINCE 1950 AND DESIGN	75/396,510
DUNN'S	1,004,769 (CANADA)
DUNN'S SUPPLY CATALOG AND DESIGN	877,629 (CANADA)
DUNN'S AND DESIGN	34200629 (TENNESSEE)
OUTLAND	21340016 (TENNESSEE)
OUTLANDER	21340013 (TENNESSEE)
HERTER'S	1,526,185
BIG RED BOWL	
BIG RED	
QUALITY WATERFOWL	2,160,705
RESTLE	2,159,088

WHEREAS, H & D Acquisition Company, a North Carolina corporation, having its principal offices at 111 Red Banks Road, Greenville, North Carolina 27834 ("ASSIGNEE") is desirous of acquiring said trademarks as successor of the ongoing and existing business or portion thereof of ASSIGNOR.

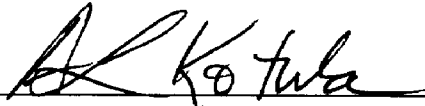
NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all right, title and interest in the United States in and to said trademarks together with the goodwill of the business symbolized thereby and together with all claims for damages by reason of past infringement thereof, with the right to sue for, and collect the

same for its own use and benefit, and for the use and benefit of its successors, assigns and legal representative.

Signed this 1st day of July 1999.

ASSIGNOR:

Northern Tool & Equipment Company, Inc..

By: 
Al Kotula
Title: Vice President, New Business and
Authorized Signatory

State of NORTH CAROLINA
County of GUILFORD

On this 30th day of June, 1999, Al Kotula
personally appeared to me known and known to me to be, the ASSIGNOR above-named,
and acknowledged that he executed the foregoing Trademark Assignment on behalf of said
ASSIGNOR and pursuant to authority duly received.


Notary Public

My Commission Expires:

12/4/99

08265-188065

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