

9-31-99

09-07-1999

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

U.S. Department of
Commerce
Patent and Trademark Offices
TRADEMARK

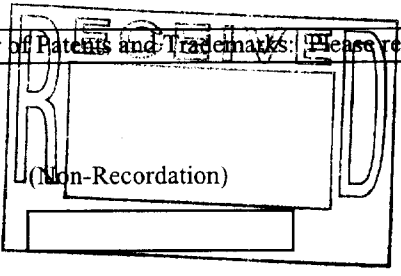


RI 101136447 SHEET
TRADEMARKS ONLY

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

Submission Type

- New
- Resubmission
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #



Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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)

- Individual General Partnership Limited Partnership Corporation 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.)

09/03/1999 DNGUYEN 00000324 661889
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FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail Documents to be recorded with required cover sheet(s) information to:

TRADEMARK
REEL: 001953 FRAME: 0179

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

860-275-8200

Name

Jacqueline Pennino Scheib, Esq.

Address (line 1)

Robinson & Cole LLP

Address (line 2)

280 Trumbull Street

Address (line 3)

Hartford, CT 06103-3597

Address (line 4)

Pages

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

#

2

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)

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| 661889 | | |
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Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

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:

#

18-1685

Authorization to charge additional fees:

Yes

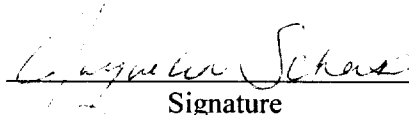
No

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.

Jacqueline Pennino Scheib

Name of Person Signing


Signature

August 31, 1999

Date Signed

ASSIGNMENT OF TRADEMARKS

ASSIGNMENT made pursuant to that certain Asset Purchase Agreement dated as of the 12th of February, 1999 (the "Agreement") by and between Vulcan Tool Corporation, an Ohio corporation, located at 730 Lorain Avenue, Dayton, Ohio 45401 (the "Company"), and Smith's Hammer Holdings, Inc., a Massachusetts corporation, located at 593 Washington Street, Wellesley, Massachusetts 02482 (the "Purchaser"). All capitalized terms not otherwise defined herein shall have the meanings they are given in the Agreement.

WHEREAS, the Purchaser is desirous of acquiring the Trademarks (the "Marks") and the registrations thereof identified in Exhibit A;

NOW THEREFORE, in consideration of value received as specified in the Agreement, receipt and sufficiency of which are hereby acknowledged, and pursuant to the Agreement, the Company does hereby sell, assign, transfer and deliver unto the Purchaser, its successors and assigns, all right, title and interest in and to the Marks, together with the goodwill of the Business connected with the use of and symbolized by the Marks, and the registrations thereof identified in Exhibit A.

IN WITNESS WHEREOF, the Company has caused the foregoing instrument to be executed by its duly authorized officer, under seal, as of the 12 day of February, 1999.

VULCAN TOOL CORPORATION

By: Thomas R. Ruthman
Name: Thomas R. Ruthman, President

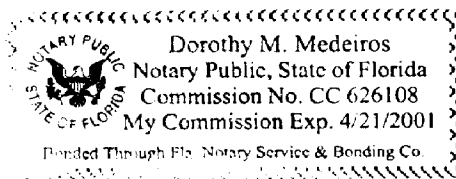
State of ~~Ohio~~
Florida

_____, ss.

February 12th 1999

Then personally appeared the above-named Thomas R. Ruthman, President of Vulcan Tool Corporation as aforesaid, and acknowledged the foregoing instrument to be the free act and deed of said corporation.

Dorothy M. Medeiros
Notary Public
My Commission Expires:



BOST1-662948-1

Exhibit A

U.S. Federal Trademarks

| Trademark | Reg. No. | Reg. Date |
|------------------------|-----------------|-------------------|
| RINGMASTER | 1,122,172 | July 17, 1979 |
| BREHM | 653,393 | October 22, 1957 |
| VULCAN SUPERKUT | 661,889 | May 20, 1958 |
| VULCANAIRE | 570,856 | February 24, 1953 |
| SHIMMY and Stylized | 373,060 | November 21, 1939 |