

09-29-1999

ET

Docket No.:

.Y



Tab settings

To the Honorable Commissioner of Pat

attached original documents or copy thereof

1. Name of conveying party(ies):

Electric Machine Controls, Inc.

101158068  
MAD  
9-24-99

2. Name and address of receiving party(ies):

Name: EMC Acquisition Corp.

Internal Address: Linda D. Carter

Street Address: 4901 First Avenue South

City: Birmingham State: AL ZIP: 35222

- Individual(s)
- General Partnership
- Corporation-State Alabama
- Other

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

Additional names(s) of conveying party(ies)  Yes  No

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

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

Execution Date: August 31, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1565670 1607212

Additional numbers  Yes  No

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

Name: Michael S. Denniston

Internal Address: Bradley Arant Rose & White LLP

2001 Park Place, Suite 1400

Birmingham, Alabama 35203-2736

Street Address: 2001 Park Place, Suite 1400

City: Birmingham State: AL ZIP: 35203

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0954

DO NOT USE THIS SPACE

09/28/1999 NTHAI1 00000249 1565670

01 FC:481	40.00	OP
02 FC:482	25.00	OP
03 FC:398	15.00	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.

Michael S. Denniston

Name of Person Signing

Signature

September 23, 1999

Date

Total number of pages including cover sheet, attachments, and

6

## ASSIGNMENT OF TRADENAMES AND TRADEMARKS

WHEREAS, Electric Machine Control, Inc., an Alabama corporation ("Electric Machine Control, Inc."), is the owner of certain tradenames and trademarks listed on Schedule A attached hereto and by this reference incorporated herein; and

WHEREAS, EMC Acquisition Corp., an Alabama corporation ("EMC Acquisition Corp."), is desirous of acquiring the entire interest of Electric Machine Controls, Inc. in and to the tradenames and trademarks listed on Schedule A; and

WHEREAS, contemporaneously with the execution and delivery of this Agreement, Electric Machine Control, Inc. and EMC Acquisition Corp. have consummated the transactions contemplated by that certain Asset Purchase Agreement dated as of August 31, 1999, pursuant to which EMC Acquisition Corp. has purchased substantially all of the assets of Electric Machine Control, Inc., including the tradenames and trademarks listed on Schedule A;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Electric Machine Control, Inc., by these presents does sell, assign and transfer unto EMC Acquisition Corp. all of its right, title and interest in and to the said tradenames and trademarks described on Schedule A hereto, together with the goodwill of the business symbolized by such tradenames and trademarks and the registrations thereof, the same to be held and enjoyed by EMC Acquisition Corp., for its own use and benefit and that of its successors, assigns and legal representatives, together with all claims for damages by reason of past infringement of said tradenames and trademarks, with the right to sue for and collect the same for its own use and for the use of its successors, assigns or other legal representatives. Electric Machine Control, Inc. does hereby covenant and agree with EMC Acquisition Corp. to execute and deliver such other and further instruments and to take such other and further actions as may be reasonably necessary or appropriate to transfer said tradenames and trademarks, claims for damages by reason of past infringement and right to sue and collect therefor to EMC Acquisition Corp.

IN WITNESS WHEREOF, the undersigned corporation has caused this instrument to be executed at Birmingham, Alabama this 31st day of August, 1999.

ELECTRIC MACHINE CONTROL, INC.

By Linda D. Carter  
Linda D. Carter  
Its President

STATE OF ALABAMA     )  
                                  :  
JEFFERSON COUNTY    )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Linda D. Carter, whose name as President of Electric Machine Control, Inc., an Alabama corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office this 31<sup>st</sup> day of August, 1999.

Mark A. Dowdy  
Notary Public  
My commission expires: 2-22-2000

[NOTARIAL SEAL]

**SCHEDULE A**

“Electric Machine Control, Inc.”

“EMC and Design” Registration No. 1,565,670

“ELEC-TROL and Design” Registration No. 1,607,212