

D/B

FORM PTO-1594
(Rev. 6/93)

09-30-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

9.28.99

RE



ET

Attorney Docket No. 06047.0067

101158786

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

1. Name of conveying party(ies):
Axxess Technologies, Inc.

- Individual(s)
- General Partnership
- Corporation
- Association
- Limited Partnership

Other: _____

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

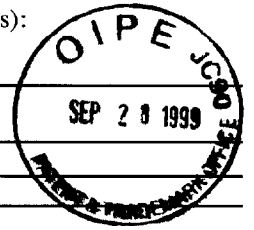
Other: _____

Execution Date: September 27, 1999

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

Name: The Hillman Group, Inc.

Address: 10590 Hamilton Avenue
Cincinnati, Ohio 45231



- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,968,246; 1,794,653; 1,706,837

Additional numbers attached? Yes No

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

Name: Monica A. Riva

Address: Finnegan, Henderson, Farabow,

Garrett & Dunner, L.L.P.

1300 I Street, N.W.

Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90

Enclosed

Authorized to be charged to deposit account, if necessary

8. Deposit account number:

06-0916

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.

Monica A. Riva
Name of Person Signing

[Signature]
Signature

9/28/99
Date

Total number of pages including cover sheet, attachments, and document: 3

09/29/1999 MTHAI1 00000254 1968246

01 FC:481
02 FC:482

40.00 OP
50.00 OP

TRADEMARK
REEL: 001967 FRAME: 0523



ASSIGNMENT

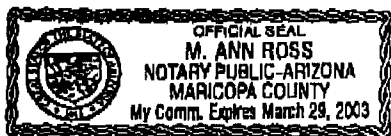
Axxess Technologies, Inc., a Delaware Corporation with its principal place of business at 9185 South Farmer Avenue, Tempe, Arizona 85284 ("Assignor"), is the owner of the marks identified in Exhibit A and of the U.S. trademark registrations therefor ("the Trademarks").

The Hillman Group, Inc., a Delaware Corporation with its principal place of business at 10590 Hamilton Ave., Cincinnati, Ohio 45231 ("Assignee"), wishes to acquire the Trademarks.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

AXXESS TECHNOLOGIES, INC.

By: Bradley M. Lines
Name: Bradley M. Lines
Title: VP/CEO
Date: 9/27/99



State of Arizona)
)
County of Maricopa)

The foregoing instrument was acknowledged before me this 27th day of September, 1999, by BRADLEY M. LINES, Vice President of Axxess Technologies, Inc., a Delaware corporation, on behalf of the corporation.

M. Ann Ross
Notary Public

▶ **AXXESS TECHNOLOGIES, INC.**
▶ 9185 South Farmer Avenue Tempe, Arizona 85284
▶ (480) 731-6699 Fax (480) 395-9626

EXHIBIT A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
PMI & Design	1,968,246	April 16, 1996
WESSEL	1,794,653	September 28, 1993
U-STRAP-IT	1,706,837	August 11, 1992