

11-03-1999

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



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

mid
10-21-99

10-21-1999
U.S. Patent & TMO/TM Mail Rept Dt. #10

RECORDATION FORM COVER SHEET 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 #
- 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)
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

11/02/1999 NTHA11 00000265 080750 686841

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK ①
REEL: 001984 FRAME: 0066

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="686,841"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="687,137"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Lisabeth H. Coakley

Name of Person Signing

Lisabeth H. Coakley

Signature

10-20-99

Date Signed

#1

Exhibit "HVSB"

ASSIGNMENT OF TRADEMARKS

WHEREAS, Rockwell International Corporation ("Assignor"), a corporation organized and existing under the laws of the State of Delaware, desires to assign to Rockwell Heavy Vehicle Systems, Inc., ("Assignee"), a corporation organized and existing under the laws of the State of Delaware, pursuant to that certain Assignment and Assumption Agreement between Assignor and Assignee dated November 15, 1996, certain assets of Assignor identified as Contributed Assets in Annex A to that certain Agreement and Plan of Merger dated as of July 31, 1996 among Rockwell International Corporation, The Boeing Company and Boeing NA, Inc., and;

WHEREAS, Assignor is the owner of, or has rights in, those trademarks, trademark applications and trademark registrations included among the Contributed Assets, including those listed on the Schedule attached hereto ("Contributed Trademarks").

NOW, THEREFORE, in consideration of the issuance of stock in Assignee to Assignor and for other good and valuable consideration delivered by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, grant, assign, convey and transfer unto the said Assignee or its designee, Assignor's entire right, title and interest in and to the Contributed Trademarks, together with the good will of the business connected with the use of, and symbolized by, such Contributed Trademarks, the same to be held and enjoyed by the said Assignee, or designee, its successors, assigns or other legal representatives, for its own use and advantage, and for the use and advantage of its successors, assigns or other legal representatives, to the end of the term or terms for which Contributed Trademarks are or may be granted, as fully and entirely as the same would have been held and enjoyed by Assignor had this assignment not been made, including all rights to profits and damage by reason of past infringement of said Contributed Trademarks by any party or parties, with the right to sue and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns or other legal representatives.

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Exhibit "HVSB"

Assignor hereby appoints Assignee its attorney-in-fact to act in Assignor's name, place and stead to execute, deliver and record any document or instrument of assignment required in any country in which any of the Contributed Trademarks are used, pending or issued, granting or confirming the rights granted herein, but only to the extent of those rights granted herein in connection with the Contributed Trademarks.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed on this 15th day of November 1996.

ROCKWELL INTERNATIONAL CORPORATION

By: *R. Seaman*
Assistant Secretary

..test:

(Corporate Seal)

#1

SCHEDULE TO EXHIBIT HVSB ASSIGNMENT

CAM-MASTER	USA	RENEWED	407962	975377	AUT	HVS
CAM-MASTER	BRAZI	REGISTERED	81297436	81297436	AUT	HVS
CAM-MASTER	INDIA	RENEWED	453198	453198	AUT	HVS
CAM-MASTER	SOAER	RENEWED	784772	784772	AUT	HVS
CAM-MASTER	TURKY	REGISTERED	6480305	88879	AUT	HVS
DURA-DISC	USA	REGISTERED	27803	1183878	AUT	HVS
DURA-MASTER	USA	REGISTERED	381254	1245226	AUT	HVS
DURA-MASTER	AUSLA	RENEWED	386394	A386394	AUT	HVS
DURA-MASTER	BENEL	RENEWED	659593	393913	AUT	HVS
DURA-MASTER	BRAZI	RENEWED	811088774	811088774	AUT	HVS
DURA-MASTER	CANAD	REGISTERED	489186	284874	AUT	HVS
DURA-MASTER	FRANC	RENEWED	951789	1224815	AUT	HVS
DURA-MASTER	GERWE	RENEWED	R4067712WZ	1055019	AUT	HVS
DURA-MASTER	GTBRI	RENEWED	1188843	A1188843	AUT	HVS
DURA-MASTER	HUNGA	REGISTERED	1878	123775	AUT	HVS
DURA-MASTER	ITALY	REGISTERED	41787C/B9	571442	AUT	HVS
DURA-MASTER	JAPAN	REGISTERED	66574/85	1974356	AUT	HVS
DURA-MASTER	SWED	RENEWED	83322	187183	AUT	HVS
DURA-MASTER	SWITZ	REGISTERED	31	323001	AUT	HVS
DURA-MASTER (KATAKANA LETTERS)	JAPAN	REGISTERED	86576/85	1974357	AUT	HVS
HOLDMASTER	USA	RENEWED	8843	886841	AUT	HVS
P SERIES	TURKY	REGISTERED	38137/86	92979	AUT	HVS
PAYMASTER	USA	REGISTERED	73570348	1434823	AUT	HVS
PAYMASTER	TURKY	REGISTERED	39136/86	83001	AUT	HVS
O SERIES	TURKY	REGISTERED	64800/85	88971	AUT	HVS
SHIF-IN-CRUISE	USA	REGISTERED	613889	1837274	AUT	HVS
STOPMASTER	USA	RENEWED	68432	687137	AUT	HVS
STOPMASTER	ASTRI	RENEWED	AM1484/88	62881	AUT	HVS
STOPMASTER	AUSLA	RENEWED	198481	A198481	AUT	HVS
STOPMASTER	BENEL	RENEWED	3017	26571	AUT	HVS
STOPMASTER	BRAZI	RENEWED	705487	006031580	AUT	HVS
STOPMASTER	CANAD	RENEWED	2803/88	145382	AUT	HVS
STOPMASTER	DENMA	RENEWED	2581/86	3424/88	AUT	HVS
STOPMASTER	ENLA	RENEWED	195712	55332	AUT	HVS
STOPMASTER	FRANC	RENEWED	R2095273WZ	1314626	AUT	HVS
STOPMASTER	GERWE	RENEWED	882767	823361	AUT	HVS
STOPMASTER	GTBRI	RENEWED	28023	8882767	AUT	HVS
STOPMASTER	ITALY	RENEWED	792/83	28023	AUT	HVS
STOPMASTER	JAPAN	FILED	7814/87	464529	AUT	HVS
STOPMASTER	MEXIC	RENEWED	81854	393602	AUT	HVS
STOPMASTER	NORWY	RENEWED	96653	76085	AUT	HVS
STOPMASTER	SOAER	RENEWED	6872854	6872854	AUT	HVS
STOPMASTER	SPAIN	RENEWED	585082	585082	AUT	HVS
STOPMASTER	TURKY	REGISTERED	64539/85	88877	AUT	HVS

ASMT HV3.XLS

HVSB-1

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SCHEDULE TO EXHIBIT HVSB ASSIGNMENT

STOPMASTER	VENEZ	RENEWED	458	53990	AUT	HV9
T SERIES	TURKY	REGISTERED	39109/86	93130	AUT	HVS
TORSIONFLOW	USA	RENEWED	68435	695285	AUT	HVS
TRACTION EQUALIZER	USA	RENEWED	412583	961418	AUT	HVS

ASMT/HVS.XLS

HVSB.2