

03-02-2000



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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 PITMAN MANUFACTURING COMPANY INC.

05121989

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization PENNSYLVANIA

Receiving Party

Mark if additional names of receiving parties attached

Name REACH ALL

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1300 PORT TERMINAL DRIVE

Address (line 2) _____

Address (line 3) DULUTH

City

MN/ST. LOUIS

State/Country

55802

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other _____

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.)

Citizenship/State of Incorporation/Organization MINNESOTA

03/02/2000 BCOATES 00000090 718201

FOR OFFICE USE ONLY

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

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:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
TRADEMARK

REEL: 002028 FRAME: 0435

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

(218) 722-0861

Name

MARTHA M. MARKUSEN

Address (line 1)

302 WEST SUPERIOR STREET

Address (line 2)

700 LONSDALE BUILDING

Address (line 3)

Address (line 4)

DULUTH, MN 55802

Pages

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

#

3

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)

718201		
775314		

Number of Properties

Enter the total number of properties involved.

#

2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

65

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

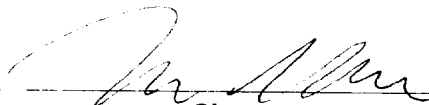
No

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.

MARTHA M. MARKUSEN

Name of Person Signing



Signature

Date Signed

ASSIGNMENT OF PATENTS AND TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION and intending to be legally bound, Pitman Manufacturing Company Inc., a Pennsylvania corporation ("Seller") does hereby sell, assign and transfer unto Reach All, a Minnesota general partnership ("Buyer"), its entire right, title and interest in and to the patents and patent applications and the trademarks of Seller listed on Exhibit A attached hereto and incorporated herein by reference (the "Patents" and the "Trademarks"), together with the goodwill of the business symbolized by said Trademarks and the registrations for the Trademarks listed on Exhibit A, as well as the right to sue for past infringements and the right to collect damages therefor.

This Assignment is expressly made subject to (i) the provisions of that certain Asset Purchase Agreement dated October 31, 1989, among Buyer, Seller and Seller's affiliates, Wajax Limited and Pitman Manufacturing Co. Inc., as amended (the "Agreement"), including, without limitation, the representations and warranties contained therein, such provisions to be controlling with respect to the subject matter of this Assignment, and (ii) the license rights being granted to Seller or its affiliates by Buyer as contemplated by Sections 3.1 and 3.3 of the Agreement.

This Assignment is binding on Seller, its successors and assigns, and will inure to the benefit of Buyer, its successors and assigns. Nothing in this instrument, express or implied, is intended or shall be construed to confer upon, or give to, any person, corporation or entity, other than the Buyer, its successors and assigns, any remedy or claim under or by reason of this instrument, or any terms, covenants or conditions hereof, and all the terms, covenants and conditions in this instrument shall be for the sole and exclusive benefit of Buyer and its successors and assigns.

IN WITNESS WHEREOF, Seller has caused this Assignment to be executed this 5th day of December, 1989.

PITMAN MANUFACTURING COMPANY INC.

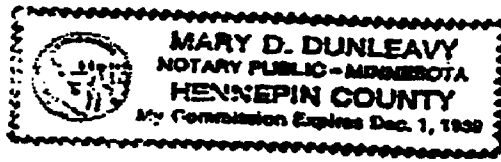
By: *John T. Hall*
Title: SECRETARY

Accepted this 5th day of December, 1989.

REACH ALL, a Minnesota general partnership

By: Reach All, Inc. General Partner

By: *[Signature]*
Title: CEO



STATE OF MINNESOTA)
) SS.
COUNTY OF HENNEPIN)

The foregoing was acknowledged before me this 5th day of December, 1989, by John T. Bulsen, and the Secretary of Pitman Manufacturing Company Inc., on behalf of the corporation.

Mary D. Dunleavy
Notary Public

EXHIBIT A

LIST OF TRADE MARKS (U.S.A.)

<u>TRADE MARK</u>	<u>REG. DATE</u>	<u>STATUS</u>	<u>REGISTRATION NO.</u>
<u>Pitman</u>	7/26/60	Renewal due 7/26/00	701,759
<u>Polecat</u>	7/4/61	Renewal due 7/4/01	717,843
<u>Pelican</u>	7/11/61	Renewal due 7/11/01	718,201
<u>F and Desigr.</u>	6/19/62	Renewal due 6/19/02	733,026
<u>Pace Mate and Design</u>	8/20/63	Expired*	754,950
<u>Hi/Liner</u>	10/15/65	Renewal due 10/15/03	758,403
<u>Hotstik & Design</u>	8/18/64	Renewal due 8/18/04	775,314
<u>Pitman Pole Crew</u>	10/6/64	Renewal due 10/6/04	778,119
<u>Mono-Dyne</u>	7/16/68	Expired+	852,676

* Expired. Refiled "PACEMATE" and issued Reg. No. 1,337,807 (Reg. Date: 5/28/85; renewal due 5/28/05).

+ Expired (no information on refiling).