

03/14/00

04-18-2000

11402-0001

RECO



TR 101323814

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

1. Name of conveying party(ies):
 Samuel Bingham Company

Individual(s) Association
 General Partnership Limited Partnership
 Corporation Delaware
 Other _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 9, 2000 Effective: March 9, 2000

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

A. Trademark Application No.(s)

2. Name and address of receiving party(ies):
 Samuel Bingham Enterprises, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation Indiana
 Other _____

Internal Address: _____

Street Address: 127 East Lake Street, Suite 203

City: Bloomington State: Illinois ZIP: 60108

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

B. Trademark Registration No.(s)

1,082,290	1,345,614	1,381,040
1,268,513	1,267,703	1,266,167
1,189,747	1,088,534	875,073
136,749		

Additional numbers attached? Yes No

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

Name: Jeffrey B. Huter

Internal Address: Bose McKinney & Evans

Street Address: 135 North Pennsylvania Street
 Suite 2700
 Indianapolis, Indiana 46204

Telephone: (317) 684-5000

6. Total number of applications and trademarks involved: 10

7. Total fee (37 CFR 3.41):.....\$265.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 02-3223. Commissioner hereby authorized to charge any defect in fees or credit any overpayment to said deposit account.
 (Attach duplicate copy of this page if paying by deposit account)

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.

Jeffrey B. Huter
 Name of Person Signing

Jeffrey B. Huter
 Signature

3/14/2000
 Date

Total number of pages including cover sheet, attachments, and document: 5

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04/14/2000 JSHABAZZ 00000219 1082290

01 FC:481
02 FC:482

(40.00 OP)
 225.00 OP

TRADEMARK
REEL: 002053 FRAME: 0600

TRADEMARK ASSIGNMENT

For and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, SAMUEL BINGHAM COMPANY, a Delaware corporation having its principal place of business at 1515 Galloway Drive, Inverness, Illinois 60010 USA (Assignor) hereby assigns, sells, transfers and conveys, effective as of March 9, 2000, to SAMUEL BINGHAM ENTERPRISES, INC., an Indiana corporation having its principal place of business at 127 East Lake Street, Suite 203, Bloomingdale, Illinois 60108, USA (Assignee), its successors and assigns, the entire rights, title, and interests in and to the trademarks, the applications for registration and registrations thereof set forth in Exhibit A attached hereto, and the goodwill of the business in which the marks are used, together with all claims for damages by reason of infringement, occurring on or after the date hereof, with the right to sue for, and collect the same for, Assignee's own use and benefit, and for the use and benefit of Assignee's successors and assigns.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed by a duly authorized officer this 9th day of March, 2000.

SAMUEL BINGHAM COMPANY
(Assignor)

By: 
Larry W. Ekstrom, President

ACKNOWLEDGMENT

STATE OF IL)
COUNTY OF COOK)

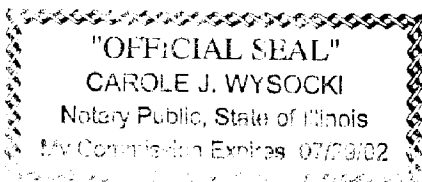
SS:

Before me, a Notary Public in and for said County and State, personally appeared Larry W. Ekstrom, who is the President of Samuel Bingham Company, the corporation which executed the foregoing instrument, who acknowledged that he did sign said instrument as such officer on behalf of said corporation, and that said instrument is his free act and deed individually and as such officer, and the free and corporate act and deed of the said Samuel Bingham Company.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal this 9 day of March, 2000.

My Commission Expires:

Notary Public: *Carole J. Wysocki*
Printed Name: _____
County of Residence: COOK



265782

Exhibit A

SCHEDULE 3.12

INTELLECTUAL PROPERTY

I. Trademarks

<u>U.S. Trademarks</u>	<u>Registration No.</u>	<u>Registration Date</u>
Flex Spreader	1,082,290	01/17/98 Renewed - 03/23/98 for 10 years until 1/17/08
Bingham with Design	1,345,614	Renewal 07/02/85 Due - 07/02/05
Bingham	1,381,040	02/04/86 Renewed - 02/04/06
Centurion	1,268,513	02/28/84 Renewed - 02/28/04
99	1,267,703	02/21/84 Renewed - 02/21/04
Comet	1,266,167	02/07/84 Renewed - 02/07/04
Aquasist	1,189,747	02/16/82 Renewed - 02/16/02
Nu-Clear	1,088,534	04/04/78 Renewed - 05/14/98 For 10 years until 4/4/08
Bingham	875,073	08/19/69 Renewed - 12/26/89 for 20 years until 8/29/09
Ultraelite	Case No. 165 T 013*	
Hydroelite	Case No. 165 T 014*	
Centurionelite	**	

U.S. Trademarks

Registration No.

Registration Date

Mexico

Bingham

136,749

In force until 2/21/02

Bingham of Arizona

II. Patent

Patent Number

Issue Date

4,492,012

01/08/85

Expires - 1/13/02

- * Application prepared for filing in U.S. Patent and Trademark Office.
- ** Original application rejected by U.S. Patent and Trademark Office on formal grounds; mark is no longer in use, and no application is pending.