

04-24-2000

Substitute Form PTO-1594  
Attorney Docket No.: 11428-001001

*MFD  
3.20.00*



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OPR/FINANCE*

Assistant Commissioner for Trademarks: Please record the attached copies of an original document.

1. Name of conveying party(ies):  
Grinnell Corporation

Individual(s)  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation—State of Delaware  
 Other \_\_\_\_\_

Additional name(s) attached?  Yes  No

2. Name and address of receiving party(ies):  
Mueller Group, Inc.  
500 West Eldorado Street  
Decatur IL 62522-1808

Individual(s) Citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation—State of Delaware  
 Other \_\_\_\_\_

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

Additional names/addresses attached?  Yes  No

3. Nature of conveyance:  
 Assignment  
 Merger  
 Security Agreement  
 Change of Name  
 Other: \_\_\_\_\_

Execution Date: August 16, 1999

4. Application number(s) or trademark number(s):  
 A. Trademark Application No(s):

B: Trademark No(s):

54,749	1,281,584
556,847	1,715,008
611,788	1,734,358
942,241	1,811,826
942,585	1,811,827
957,278	1,822,305
1,087,606	1,826,089
1,162,456	2,122,835
1,283,016	2,122,844
1,283,017	

Additional numbers attached?  Yes  No

5. Name/address of party to whom correspondence concerning document should be mailed:  
 Timothy A. French, Esq.  
 Fish & Richardson P.C.  
 225 Franklin Street  
 Boston, MA 02110-2804

6. Total number of applications and registrations involved 19

7. Total fee (37 CFR §3.41): 490  
 Enclosed  
 Authorized to charge Deposit Account.

8. Deposit Account No.: 06-1050  
 Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.

DO NOT USE THIS SPACE

04/21/2000 DNGUYEN 00000149 54749  
 01 FC:481 40.00 DP  
 02 FC:482 450.00 DP

CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL245449687US

I hereby certify under 37 CFR §1.10 that this correspondence is being deposited with the United States Postal Service as Express Mail Post Office to Addressee with sufficient postage on the date indicated below and is addressed to the BOX ASSIGNMENT, Commissioner for Patents and Trademarks, Washington DC 20231.

*3/20/00*  
Date of Deposit

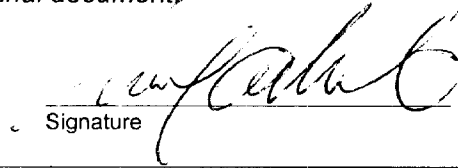
*Jonathan R. Howard*  
Typed Name of Person Signing Certificate

TRADEMARK  
REEL: 002057 FRAME: 0779

9. Statement and Signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.*

Timothy A. French, Esq.  
Name of Person Signing

Signature



Date

March 20, 2000

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

recording form cover sheet (firstclass).doc

**ASSIGNMENT OF TRADEMARKS, TRADEMARK APPLICATIONS  
AND TRADEMARK REGISTRATION**

THIS ASSIGNMENT is made this 16 day of August, 1999, by GRINNELL CORPORATION, a Delaware corporation, having its principal place of business at Three Tyco Park, Exeter, New Hampshire 03833, hereinafter referred to as the "Seller",

**WITNESSETH:**

WHEREAS, said Seller is the owner of the entire worldwide right, title and interest in and to the Trademarks and any registrations and applications therefore as listed in Schedule A;

WHEREAS, MUELLER HOLDINGS (N.A.), INC., formerly Hydrant Acquisition Corp., a Delaware corporation, having its principal place of business at c/o DLJ Merchant Banking, 277 Park Avenue, New York, New York 10172, hereinafter referred to as the "Buyer", through its wholly owned subsidiary, Mueller Group, Inc., a Delaware corporation ("Buyer Subsidiary"), is desirous of acquiring the entire worldwide right, title and interest in and to said Trademarks and any registrations and applications therefore.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, and pursuant to the Amended and Restated Stock and Asset Purchase Agreement dated as of August \_\_, 1999 (the "Agreement") among Seller, Tyco International (US) Inc., Tyco Group S.a.r.l. and Buyer, Seller does hereby sell, assign, transfer, set over and convey unto Buyer Subsidiary, as of the date first above written, all its right, title and interest, including the right to seek and obtain for Buyer's or Buyer Subsidiary's own benefit injunctive relief and recovery of damages for any past and/or future infringements, including enhanced damages and/or attorneys' fees for willful infringements, in and to said Trademarks and any registrations and applications therefore together with the good will of the business symbolized by said Trademarks.

ALL OF THE FOREGOING to be held and enjoyed by Buyer Subsidiary for its own use and for the use of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Seller if this transfer to Buyer Subsidiary had not been made.

IN WITNESS WHEREOF, Seller has caused this instrument of assignment to be executed.

GRINNELL CORPORATION

By: Bernard J. Doherty  
Name: Bernard J. Doherty  
Title: Senior Vice President

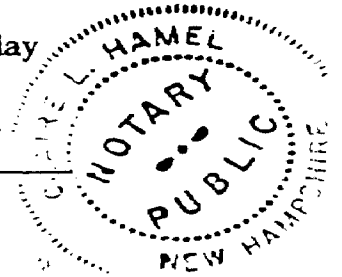
STATE OF NH  
COUNTY OF Rockingham ) ss.:

BEFORE ME, the undersigned authority, a Notary Public in and for said County and State, on this day personally appeared Bernard J. Doherty Sr. V.P. of GRINNELL CORPORATION, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of such Corporation, and that he executed the same for and as the act of such Corporation for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 6th day of August, 1999.

Claire L. Hamel  
Notary Public

C. L. HAMEL, Notary Public  
Commission Expires December 6, 2000



SCHEDULE A

<u>Trademark</u>	<u>Registration No.</u>	<u>Issue Date</u>
<b>United States</b>		
HPR	1283017	6/26/84
RIGIDLITE	1822305	2/22/94
RIGIDLOK	1826089	3/15/94
ROUGHNECK	1283016	6/26/84
TUFF-LOC	1281584	6/12/84
FLUOROSEAL (stylized)	1811827	12/21/93
FLUOROSEAL	1811826	12/21/93
ANVIL	1715008	9/15/92
ANVIL DESIGN	1734358	11/24/92
DI-LOK	2112844	11/11/97
GRUVLOK	1087606	3/21/78
GRUVLOK	2122835	12/23/97
AERGAP	1,162,456	07/28/81
BEECO	942,241	09/05/72
BEECO and Design	556,847	04/01/52
HERSEY	942,585	09/12/72
HERSEY (Stylized letters)	611,788	09/06/55
HERSEY (Stylized letters)	54,749	06/26/06
RETRO-THRUST	957,278	04/17/73