

11-14-2000

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



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

101509688

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 11-13-2000

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # 002143 Frame # 0664

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other To correct Reg. No. 1980433

Effective Date
Month Day Year

Conveying Party Mark if additional names of conveying parties attached

Name Houghton Chemical Corporation Execution Date
Month Day Year 4-05-99

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Massachusetts

Receiving Party Mark if additional names of receiving parties attached

Name The Penray Companies, Inc.

DBA/AKA

Composed of

Address (line 1) 440 Denniston Court

Address (line 2)

Address (line 3) Wheeling Illinois / USA 60090
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 Illinois

FOR OFFICE USE ONLY

Charge 40.00
No Spec Fee

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:
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TRADEMARK
REEL: 002149 FRAME: 0632

FORM PTO-1618B
Expires 06/30/98
OMB 0651-0027

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

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

312/201-2000

Name

Craig S. Fechler

Address (line 1)

Wildman, Harrold, Allen & Dixon

Address (line 2)

225 West Wacker Drive

Address (line 3)

Suite 2900

Address (line 4)

Chicago, Illinois 60606

Pages

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

#

28

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)

1984033		

Number of Properties

Enter the total number of properties involved.

#

1

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:

#

23-2126

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.

Julie M. Nichols

Name of Person Signing

Julie M. Nichols

Signature

11/13/00

Date Signed

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Expires 06/30/99
OMB 0651-0027

09-22-2000

Department of Commerce
Patent and Trademark Office
TRADEMARK



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

9-500

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- Resubmission (Non-Recordation)
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Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other Asset Purchase Agreement
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
4-05-99

Name Boughton Chemical Corporation

Formerly _____

2046930

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Massachusetts

Receiving Party

Mark if additional names of receiving parties attached

Name The Penray Companies, Inc.

DBA/AK/A/T/A _____

Composed of _____

Address (line 1) 440 Denniston Court

Address (line 2) _____

Address (line 3) Wheeling Illinois/USA 60090

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Illinois

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OMB 0851-0027

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

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" value="2046930"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1980433"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2020365"/>	<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.

Julie M. Nichols

9/05/00

Name of Person Signing

Signature

Date Signed

ASSET PURCHASE AGREEMENT

THIS AGREEMENT made ^{AS OF} this 5TH day of April, 1999, by and between HOUGHTON CHEMICAL CORPORATION, a Massachusetts corporation (hereinafter referred to as "Seller"), and PENRAY COMPANIES, INC., an Illinois corporation, or its designee (hereinafter known as "Buyer").

WITNESSETH:

WHEREAS, Seller is the owner of a product line of automotive chemicals known as "JETGO" (the "Jetgo Product Line") which it has manufactured and bottled (by a third party) and sells and distributes to customers; and

WHEREAS, the Seller is desirous of selling the Jetgo Product Line; and

WHEREAS, the Buyer desires to acquire the Jetgo Product Line upon the terms and conditions set forth herein;

NOW, THEREFORE, in consideration of the mutual covenants and promises hereinafter set forth, the parties hereto agree as follows:

1. BUSINESS ASSETS

Seller agrees to sell, transfer and assign to Buyer and Buyer agrees to purchase the following described assets (the "Business Assets") free and clear of all liens, encumbrances, security interests, restrictions or claims of any party, except as expressly provided in this Agreement:

REDACTED

REDACTED

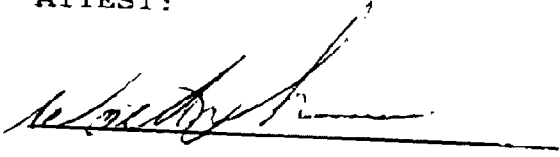
d. All of Seller's right, title and interest in and to the "Jetgo" brand and all trademarks, service marks, trade dress, trade names, goodwill and similar rights owed by Seller and associated with the Jetgo name and products ("Trademarks") and all

of Seller's trade secrets, know-how, formulas and proprietary information related to the Business Assets ("Technology"). The registrations and applications for registrations for same are more particularly described and set forth on Schedule 1d annexed hereto.

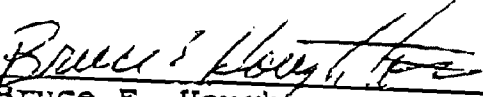
REDACTED

REDACTED

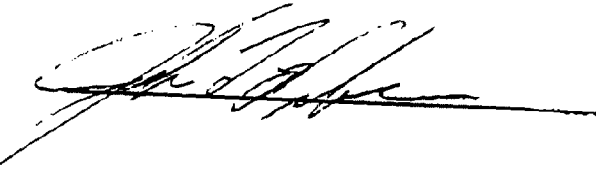
ATTEST:




HOUGHTON CHEMICAL CORPORATION
Seller

By: 
Bruce E. Houghton, President

ATTEST:



PENRAY COMPANIES, INC.
Buyer

By: 
(Title)

March 30, 1999

LIST OF TRADE MARK REGISTRATIONS ON PRODUCTS PERTAINING TO THE
JETGO LINE.

UNITED STATES:

TRADE MARK/SERVICE MARK	REGISTRATION #	REG DATE
JETGO	2,046,930	03/25/1997
BUST RUST	1,984,033	07/02/1996
FLAT AID	2,020,365	12/03/1996

MEXICO:

TRADE MARK/SERVICE MARK	REGISTRATION #	REG DATE
JETGO	493,860	06/09/1995

KOREA:

TRADE MARK/SERVICE MARK	REGISTRATION #	REG DATE
JETGO	337,574	04/19/1996 (class 13)
JETGO	337,575	04/19/1996 (class 15)
JETGO	326,433	11/15/1995 (class 38)

RUSSIA:

TRADE MARK/SERVICE MARK	REGISTRATION #	REG DATE
JETGO	94037299	12/20/1995

CANADA:

Application was filed in Canada on April 29th, 1998.

HK0317.5DS