

10-20-2000



101491808

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

19-10-00

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

Name  Execution Date  
Month Day Year

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  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

10/20/2000 DE:RNE 00000016 75546167

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 125.00 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: 002158 FRAME: 0285

**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

309/637-6000

Name

Troy N. Pudik

Address (line 1)

Elias, Meginnes, Riffle & Seghetti, P.C.

Address (line 2)

416 Main Street, Suite 1400

Address (line 3)

Peoria, Illinois 61602

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)**

75/546,167

930,770

934,805

75/709,067

907,402

698,422

**Number of Properties**

Enter the total number of properties involved.

#

6

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

165.00

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.

Troy N. Pudik

Name of Person Signing

*Troy N. Pudik*  
Signature

10-02-00

Date Signed

## ASSIGNMENT OF TRADEMARK RIGHTS

THIS ASSIGNMENT OF TRADEMARK RIGHTS (this "Assignment") made as of the 8<sup>th</sup> day of September, 2000, by and between Union Tools Irrigation, Inc., a corporation of the State of Delaware, ("ASSIGNOR"), and L.R. Nelson Corporation, a corporation of the State of Delaware, with offices at One Sprinkler Lane, Peoria, Illinois ("ASSIGNEE").

WITNESSETH:

WHEREAS, ASSIGNOR and ASSIGNEE have entered into that certain Asset Purchase Agreement, dated August 11, 2000 (the "Agreement"), wherein ASSIGNOR has agreed to sell to ASSIGNEE and ASSIGNEE has agreed to purchase from ASSIGNOR the Personal Property (as defined in the Agreement) used in, or related to, the Business (as defined in the Agreement); and

WHEREAS, ASSIGNOR has adopted and used, and is the exclusive owner of, certain trademarks used in, or related to the Business, including but not limited to any and all trade dress associated therewith, together with the goodwill of the Business symbolized thereby in connection with the products on which said trademarks are used (the "Products"); and

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver and contribute to ASSIGNEE all of its right, title and interest in and to said trademarks together with the goodwill associated therewith.

NOW, THEREFORE, ASSIGNOR and ASSIGNEE, in consideration of the mutual agreements herein contained and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, do hereby agree as follows:

1. ASSIGNOR hereby conveys, transfers, assigns, delivers and contributes to ASSIGNEE, effective as of the date hereof, all of the ASSIGNOR'S right, title and interest in and to any and all trademarks relating to the Business throughout the world, including but not limited to those trademarks set forth on Exhibit A attached hereto and by this reference incorporated herein, the United States Patent and Trademark Office and state registrations, renewals, applications and any other filings, certificates, affidavits or documents for or relating to said trademarks, whether issued, pending or otherwise, common law rights in and to said trademarks, together with (1) the goodwill of the Business relating to the Products in respect upon which said trademarks are used and for which they are registered; (2) all income, royalties and damages

hereafter due or payable to ASSIGNOR with respect to said trademarks and, including, without limitation, damages, and payments for past or future infringements and misappropriations of the trademarks; and (3) all rights to sue for past, present and future infringements or misappropriations of the trademarks (collectively, the "Marks").

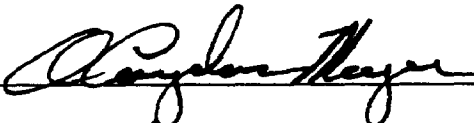
2. ASSIGNOR further conveys, transfers, assigns, delivers and contributes to ASSIGNEE all rights in the trade names, trade dress, labels, and designs associated with the Products and the Marks.

3. ASSIGNOR further covenants that it will execute all documents, papers, forms, and authorizations and take all other actions that may be necessary for securing, completing or vesting in ASSIGNEE full right, title and interest in the Marks.

IN WITNESS WHEREOF, the parties hereto have duly executed under seal and delivered this Assignment, as of the day and year first above written.

ASSIGNOR:

UNION TOOLS IRRIGATION, INC.

By:   
Print Name: A. Corydon Meyer  
Title: PRESIDENT

ASSIGNEE:

L.R. NELSON CORPORATION

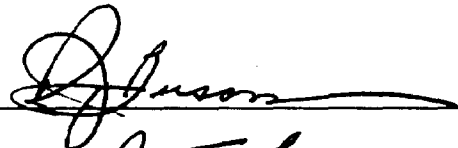
By:   
Print Name: R. J. BUSAM  
Title: VICE PRESIDENT - FINANCE

Exhibit A - Marks

800-921.D1

STATE OF OHIO )

COUNTY OF FRANKLIN ) SS

UNITED STATES OF AMERICA

On this 6<sup>th</sup> day of SEPTEMBER, 2000, before me appeared A. CORYDON MEYER, to me personally known and known to be the person who executed the foregoing instrument; and who, being by me duly sworn, did say he is PRESIDENT of Union Tools Irrigation, Inc. and that he is authorized to execute said instrument on behalf of said corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and unto me acknowledged said instrument to be the free act and deed of said corporation.



CAROLE A. JOHNSON  
Notary Public, State of Ohio  
My Commission Expires 09-20-05

Carole A. Johnson

Notary Public

My Commission Expires: 9/20/05

STATE OF ILLINOIS )

COUNTY OF PEORIA ) SS

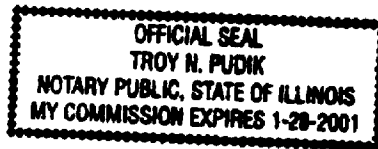
UNITED STATES OF AMERICA

On this 7<sup>th</sup> day of September, 2000, before me appeared Raymond Busam, to me personally known and known to be the person who executed the foregoing instrument; and who, being by me duly sworn, did say he is Vice President - Finance of L.R. Nelson Corporation and that he is authorized to execute said instrument on behalf of said corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and unto me acknowledged said instrument to be the free act and deed of said corporation.

Troy N. Pudik

Notary Public

My Commission Expires: 1-28-01



**EXHIBIT A**  
**Sherman Thompson**  
**U.S. Trademark Schedule**

1. Registered

Trademark	Reg. No.	Reg. Date	Goods	Listed Owner	Security Interest Reel/Frame #	Next Action Due Date
DESIGN ONLY	930,770	3/14/1972 (Renewal - 3/16/92)	Apparatus to distribute water to lawns, plants, etc., such as sprinklers (IC 11)	UnionTools Irrigation, Inc. <sup>1/</sup> 390 Dublin Ave., Columbus, OH (Delaware corporation)	Heller Financial Inc. 1745/0317	Renewal due - 3/14/2002
DIAMOND (Stylized)	65,949	10/29/1907	Nozzles (IC 6)	H.B. Sherman Mnaufacturing Co. Poplar Bluff, MO (Missouri corporation)		Renewal due - 10/29/2007
GOLD LABEL	527,637	7/18/1950	Hose nozzles (IC 11)	H.B. Sherman Mfg. Co. <sup>1/</sup> 22 Barney St., Battle Creek, MI (Michigan corporation)		Renewal Due - 7/18/2000 Late renewal due - 1/18/2001

<sup>1/</sup> Assigned from Jennison to UnionTools Watering (6/8/98)

Recordation of assignment from Jennison to UnionTools Watering and name change to UnionTools Irrigation filed on 3/17/2000.

<sup>2/</sup> Assigned from Newell Stamping to H.B. Sherman (Michigan) on 6/6/2000

Recordation for PTO dated 7/10/2000. Corrected assignment prepared transferring to H.B. Sherman (Missouri Corporation)

Trademark	Reg. No.	Reg. Date	Goods	Listed Owner	Security Interest Reel/Frame #	Next Action Due Date
PROEN and Design	907,402	2/9/71 (Renewal - 5/19/91)	Home and garden fertilizers, and kits containing soluble fertilizer tablets and dispensers for introducing such fertilizer into irrigation water (IC10) lawn sprinklers, root feeders, and mixing dispensers for introducing soluble fertilizers into the hose line for plant feeding (IC13)	UnionTools Irrigation, Inc./ 390 Dublin Ave., Columbus, OH (Delaware corporation)	Heller Financial Inc. 1745/0317	Renewal due - 2/9/2001
SHERMAN	534,170	12/5/1950	Hose clamps and fittings, brass couplings, hose spray nozzles, compression hose faucets, plain bibbs, hose adapter nipples, lawn faucets, compression stops, globe valves, wash tray faucets, bath faucets, garden hose siamese or Y	H.B. Sherman Mfg. Co. Poplar Bluff, MO (Missouri corporation)		Renewal due - 12/5/2000

<sup>3/</sup> Assigned from Jennison to UnionTools Watering (6/8/98)  
Recordation of assignment from Jennison to UnionTools Watering and name change to UnionTools Irrigation filed on 3/17/2000.

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Trademark	Reg. No.	Reg. Date	Goods	Listed Owner	Security Interest Reel/Frame #	Next Action Due Date
SQUARESPRAY (Block)	698,422	5/31/1960	hose connector, lawn sprinklers, double shower valves, double shower fixtures, quick detachable couplings, air nozzles, radiator filler faucets barrel faucets, beauty parlor shampoo fixtures, double sink faucets, trip lever bath waste, double lavatory fixtures, ledge type double sink fixtures, two valve shower fixtures, two valve tub fillers, diverter bath and shower fixtures, and parts thereof (IC 6)	UnionTools Irrigation, Inc./ 390 Dublin Ave., Columbus, OH (Delaware corporation)	Heller Financial Inc. 1745/0317	Renewal due - 5/31/2000 Late Renewal due - 11/31/2000

<sup>4/</sup> Assigned from Jennison to UnionTools Watering (6/8/98)

Recordation of assignment from Jennison to UnionTools Watering and name change to UnionTools Irrigation filed on 3/17/2000.

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Trademark	Reg. No.	Reg. Date	Goods	Listed Owner	Security Interest Reel/Frame #	Next Action Due Date
THE PREMIER LINE	1,645,294	5/21/1991	Lawn, tree, and garden sprinklers (IC 21)	H.B. Sherman Mfg. Co. Poplar Bluff, MO (Missouri corporation)		Renewal Due - 5/21/2001
THOMPSON	934,805	5/30/1972 (Renewal - 3/16/92)	Apparatus to distribute water to lawns, plants, etc., such as sprinklers (IC 11)	Union Tools Irrigation, Inc. 1/ 390 Dublin Ave., Columbus, OH (Delaware corporation)	Heller Financial Inc. - 1745/0317	Renewal Due - 5/30/2002

<sup>2/</sup>Assigned from Jennison to Union Tools Watering (6/8/98)

<sup>10/</sup>Recordation of assignment from Jennison to Union Tools Watering and name change to Union Tools Irrigation filed on 3/17/2000.

2. Pending

Trademark	Ser. No.	File Date	Goods	Owner
SHERMAN THOMPSON ST and Design	75/546,167	9/1/98	Hose clamps and fittings, brass couplings, hose spray nozzles, compression hose faucets, plain bibbs, hose adapter nipples, lawn faucets, compression stops, globe valves, wash tray faucets, garden hose siamese or Y hose connector, apparatus to distribute water to lawns, plants, etc., namely, lawn sprinklers, impulse lawn sprinkler heads, as well as head and supporting base combinations, and parts thereof (IC 6) hose clamps and fittings, brass couplings, hose spray nozzles, compression hose faucets, plain bibbs. hose adapter nipples, lawn faucets, compression stops, globe valves, wash tray faucets, garden hose siamese or Y hose connector, apparatus to distribute water to lawns, plants, etc., namely, lawn sprinklers, impulse lawn sprinkler heads, as well as head and supporting base combinations, and parts thereof (IC 11)	UnionTools Irrigation, Inc. 390 Dublin Ave., Columbus, OH (Delaware corporation)
RANGER	75/709,067	5/19/99	Sprinklers, nozzles, couplings and watering product accessories, namely, hose clamps and fittings, brass couplings, hose spray nozzles, compression hose faucets, plain bibbs, hose adapter, nipples, lawn faucets, compression stops, globe valves, wash tray faucets, garden hose siamese or Y hose connectors, apparatus to distribute water to lawns, plants, etc., namely, lawn sprinklers, impulse lawn sprinkler	UnionTools Irrigation, Inc. 390 Dublin Ave., Columbus, OH (Delaware corporation)

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Trademark	Ser. No.	File Date	Goods	Owner
			heads, as well as head and supporting base combinations, and parts thereof (IC 6)	

200-806

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**WATERING PRODUCTS REGISTERED AND PENDING TRADEMARKS**

Mark	Registration No./ Registration Date	Good/Services	Owner
<p><b>SHERMAN THOMPSON AND DESIGN</b>  (US)</p>	<p>Application No.75-546167 Filed September 1, 1998 Pending; issue raised by Trademark Office regarding possible conflict with SHERMAN mark owned by H.B. Sherman; application may be suspended by Trademark Office pending either consent of H.B. Sherman or assignment of SHERMAN mark to UnionTools Watering Products</p>	<p>Hose clamps and fittings, brass couplings, hose spray nozzles, compression hose faucets, plain bibbs (faucets which are not threaded at their outlet end), hose adapter, nipples, lawn faucets, compression stops, globe valves, wash tray faucets, garden hose siamese or Y hose connector, apparatus to distribute water to lawns, plants, etc., namely, lawn sprinklers, impulse lawn sprinkler heads, as well as head and supporting base combinations, and parts thereof (Classes 6 and 11)</p>	<p>UnionTools Irrigation, Inc.</p>
<p><b>SHERMAN THOMPSON AND DESIGN</b>  (Taiwan)</p>	<p>Pending; recitation of goods has been subject to amendatory action; application progressing</p>	<p>Similar goods Classes 6 and 11</p>	<p>UnionTools Irrigation, Inc.</p>

<b>SHERMAN THOMPSON AND DESIGN</b>  (PRC)	Applications No. 9900019310 and 9900019311 Filed February 26, 1999 Pending; recitation of goods has been subject to amendatory action; application progressing	Similar goods Classes 6 and 11	UnionTools Irrigation, Inc.
<b>SHERMAN THOMPSON AND DESIGN</b>  (Canada)	Application No. 1006762 Filed March 17, 1999 Pending Canadian Trademark Office has requested a disclaimer of THOMPSON on the ground that it is a surname. Argument was submitted to seek to overcome the requirement. No response received yet.	Similar goods Classes 6 and 11	UnionTools Irrigation, Inc.
<b>DESIGN ONLY</b> (spray logo)  (US)	Reg. 930,770 March 14, 1972	Apparatus to distribute water to lawns, plants, etc., such as sprinklers; Class 11	UnionTools Irrigation, Inc.*
<b>THOMPSON***</b>  (US)	Reg. 934,805 May 30, 1972	Apparatus to distribute water to lawns, plants, etc., such as sprinklers; Class 11	UnionTools Irrigation, Inc.*
<b>FROEN AND</b>	Reg. 907,402	Home and garden fertilizers and	UnionTools