

11-07-2000

FORM PTO-1594  
1-31-92



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

101507078

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

1. Name of conveying party(ies):  
 VARITY AUTOMOTIVE INC.  
 1900 Richmond Road  
 Cleveland, Ohio 44124

10-13-00

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation - State of Delaware  
 Other

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

2. Name and address of receiving party(ies):

Name: KELSEY-HAYES COMPANY

Street Address: 12025 Tech Center Drive

City: Livonia    State: Michigan    ZIP: 48150

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

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

(Designations must be a separate document from Assignment)  
 Additional name(s) and address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other

Execution Date: August 4, 2000

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

A. Trademark Application No.(s)              B. Trademark Registration No.(s)

1,858,415  
1,813,552

Additional numbers attached?  Yes  No

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

Name: Robert W. Smith, Esq.  
 Internal Address: McCarter & English, LLP  
4 Gateway Center

Street Address: 100 Mulberry Street

City: Newark    State: New Jersey    ZIP: 07101

6. Total number of applications and registrations involved: [2]

7. Total Fee (37 CFR 3.41): \$ 65.00

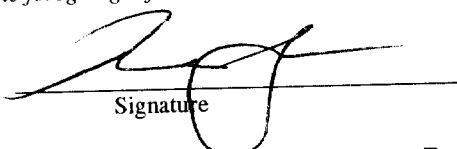
Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
 (Attach duplicate copy of this page if paying by deposit account.)

501402

DO NOT USE THIS SPACE

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

Robert W. Smith                                            October 12, 2000  
 Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet: [ 4 ]

ASSIGNMENT OF TRADEMARKS AND GOODWILL

This Assignment is made effective as of the 4th day of August, 2000, by and between Varity Automotive Inc., a Delaware corporation with offices at 1900 Richmond Road, Cleveland, Ohio 44124 ("Assignor") and Kelsey-Hayes Company, a Delaware corporation with offices at 12025 Tech Center Drive, Livonia, Michigan 48150 ("Assignee").

WHEREAS, Assignor is the sole and exclusive owner of all right, title and interest in and to the trademarks and trademark registrations listed and/or described on Appendix A attached hereto and made a part hereof, and all of the goodwill associated therewith (the "Marks"); and

WHEREAS, Assignor has agreed to assign the Marks to Assignee.

NOW THEREFORE, for the sum of one dollar (\$1.00), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee all right, title and interest in the Marks, and all issued registrations with respect to same, as well as the goodwill related to the Marks and the right to sue and to recover damages or other appropriate relief for past infringement of the Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on the day and year first above written.

VARIETY AUTOMOTIVE INC.  
By *Kelsey-Hayes Company,*  
*attorney-in-fact*

By: *William A. Fullmer*  
Name: *William A. Fullmer*  
Title: *Assistant Secretary*

Appendix A

**Trademarks in the Name of Varity Automotive Inc.**

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
ACCUSTAR	1,858,415	October 18, 1994
ANGLESTAR	1,813,552	December 28, 1993