FORM PTO-1618A Expires 06/30/99

12-12-2000



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| Document ID# | Effective Date Merger Month Day Year | | | |
| Correction of PTO Error Reel # Frame # | Merger Month Day Year 12/18/1998 | | | |
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| Conveying Party Mark if additional names of conveying parties attached Execution Date | | | | |
| Name T&N Trade Marks Limited Month Day Year 12/18/1998 | | | | |
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| Correspondent Name and Address Area Code and Telephone Number (303) 473-2710 | | | | |
| Name | Scott S. Havlick. Esq. | | | |
| Address (line 1) | Holland & Hart, LLP | | | |
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| Trac | demark Application Number(s) Registration Num 0,707,366 1,850,208 | ber(s) | | |
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TRADEMARK REEL: 002192 FRAME: 0443

United States

Assignment with Goodwill

of Assigned Marks

WHEREAS, the Assignor is the proprietor in the United States of the trademarks listed in the Schedule hereto (the "Trademarks"); and

WHEREAS, the Assignee wishes to acquire all of Assignor's rights and to the Trademarks and the good will associated therewith.

NOW THEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interests in and to the Trademarks and the registrations thereof together with the good will of the business which is symbolized by the Trademarks and with the right to recover for damages and profits and all other remedies for past infringements thereof.

THE SCHEDULE

| Trademark | Registration No. |
|----------------------|------------------|
| CLEVITE | 707366 |
| CLEVITE 77 | 1850208 |
| 77 | 612140 |
| MICHIGAN (SCRIPT) | 667373 |
| 112 | 1569536 |
| MICHIGAN 77 & DESIGN | 1527802 |
| DELTAWALL | 1124850 |

T&N TRADE MARKS LIMITED

WE CERTIFY the within to be a true copy of the original.

NACHLO NATHANSON Dated 17 August 2000

File DI341.24
Ref: EATAT

DANIEL MOODY

Title: VICE PRESIDENT, ENGINE PRODUCTS GROUP

D1341/00019/729041 v.04

TRADEMARK
RECORDED: 11/17/2000 REEL: 002192 FRAME: 0444