

12-22-2000

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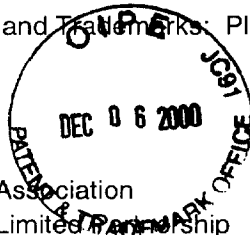
Our Ref.: 2027-14

Commissioner of Patents and Trademarks
Box Assignments, Washington, DC 20231

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

1. Name of conveying party(ies):
OMNI MANUFACTURING, INC.

12-8-00



- Individual(s)
- General partnership
- Corporation-State: Pennsylvania
- Other:
- Association
- Limited Partnership

3. Nature of conveyance:

- Assignment
- Security Assignment
- Other:
- Merger
- Change of Name

Execution Date: December 1, 2000

2. Name and address of receiving party(ies):
Name: RAINBOW INDUSTRIAL PRODUCTS CORP.

Internal Address:

Street Address: 1036 A MacArthur Road

City: Reading

State/Country: Pennsylvania

Zip: 19605

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State: Pennsylvania
- 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 & address/es attached Yes No

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

- (1)
- (2)
- (3)

B. Trademark Registration No.(s)

- (1) 2,045,076
- (2)
- (3)

Additional numbers attached? Yes No

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

Name: Richard G. Besha
Internal Address:

Street Address: Nixon & Vanderhye P.C.
1100 North Glebe Road
8th Floor

City: Arlington State: VA Zip: 22201

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

DO NOT USE THIS SPACE

9. Statements 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.

Richard G. Besha
Name of Person Signing

Richard Besha
Signature

December 6, 2000
Date

Total number of pages including cover sheet, attachments and document: 3

TRADEMARK ASSIGNMENT

WHEREAS, Omni Manufacturing, Inc., a corporation of the State of Pennsylvania having its principal place of business at 10 Industrial Way, Denver, Pennsylvania 17517 (hereafter referred to as "ASSIGNOR"), is the current record owner, based on the assignment records of the United States Patent and Trademark Office ("USPTO") of the entire right, title and interest in and to the U.S. Trademark, Application Serial No. 75/000,984, filed October 3, 1995, Registration No. 2,045,076, dated March 11, 1997, and the goodwill of the business associated therewith;

WHEREAS, Rainbow Industrial Products Corp., a corporation of the State of Pennsylvania, having its principal place of business at 1036 A MacArthur Road, Reading, Pennsylvania 19605 (hereafter referred to as "ASSIGNEE"), has previously acquired the entire corporate assets of ASSIGNOR by virtue of a corporate merger agreement with ASSIGNOR, including all right, title and interest in and to the aforesaid trademark registration and the goodwill of the business associated therewith;

WHEREAS, the parties are desirous of formalizing the aforesaid transfer by ASSIGNOR of all trademark rights under the merger agreement with ASSIGNEE by executing the present Assignment *nunc pro tunc* and recording same in the USPTO;

WHEREAS, ASSIGNOR hereby confirms that at the time of the merger with ASSIGNEE it had full and unrestricted right to the subject trademark and registration, and that it has the present right and desire, as expressed herein, to formally transfer and assign *nunc pro tunc* said registration together with goodwill of the business associated therewith; and

WHEREAS ASSIGNEE is desirous of acquiring all interest, of whatever kind or nature, in the subject trademark and registration from ASSIGNOR;

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**TRADEMARK
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NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and transfers to said Assignee, its successors, assigns and legal representatives, the entire right, title and interest in and to the above-identified mark, and the goodwill of the business associated therewith, together with all rights of action accrued under and by virtue hereof, including the right to sue and recover for past infringement of said mark.

OMNI MANUFACTURING, INC.

Date: Dec 1, 2000

Name: *Edward Miller*
Title: President

Witnessed by:
[Signature]
Lee Miller

Date: 12/1/00
Date: 12/1/00