

05-22-2001




101724876

HEET

TRADEMARKS OFFICE

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

<p>1. Name of conveying party:</p> <p>WHOLESALE RADIATOR WAREHOUSES OF AMERICA, INC.</p> <p><i>5-14-01</i></p>	<p>2. Name and address of receiving party:</p> <p>VISTEON CLIMATE CONTROL SYSTEMS, LTD. 2775 Broadway Buffalo, NY 14227-1089</p> <p>A Delaware Corporation</p>		
<p>3. Submission Type: New Assignment</p>	<p>4. Nature of conveyance: Assignment</p> <p>Execution Date:</p>		
<p>5. Application numbers and registration numbers:</p> <table border="0"> <tr> <td data-bbox="56 898 706 1098"> <p>A. Trademark Application Numbers:</p> <p>75/137,951</p> </td> <td data-bbox="706 898 1364 1098"> <p>B. Trademark Registration Numbers:</p> <p>2,312,890 2,319,107 2,218,056</p> </td> </tr> </table>		<p>A. Trademark Application Numbers:</p> <p>75/137,951</p>	<p>B. Trademark Registration Numbers:</p> <p>2,312,890 2,319,107 2,218,056</p>
<p>A. Trademark Application Numbers:</p> <p>75/137,951</p>	<p>B. Trademark Registration Numbers:</p> <p>2,312,890 2,319,107 2,218,056</p>		
<p>6. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Sydelle Pittas Pittas \ Koenig P.O. Box 980 Winchester, MA 01890 (781) 721-6800</p> <div style="text-align: right;">  <p>05-14-2001 U.S. Patent & TMO/TM Mail Rpt Dt. #34</p> </div>			
<p>7. Number of applications and registrations involved:</p> <p>Applications: 1 Registrations: 3</p>	<p>8. Total fee (37 CFR 3.41): \$115.00</p>		
<p style="text-align: center;">DO NOT USE THIS SPACE</p>			

9. 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.

WHOLESALE RADIATOR WAREHOUSES
OF AMERICA, INC.

By its attorney,



Sydele Pittas, Esq.

Date: 5-11-01

Total number of pages including cover sheet: 4

ASSIGNMENT

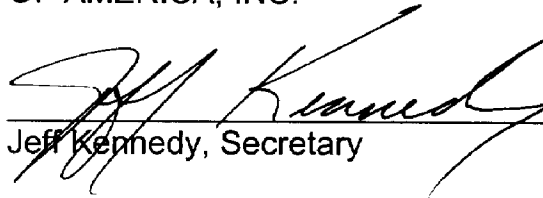
WHEREAS, WHOLESAL RADIATOR WAREHOUSES OF AMERICA, INC., a Delaware Corporation, having its principal place of business at 80 Veronica Ave., Somerset, NJ, has adopted, used, is using and is the owner of the marks referenced in Schedule A attached hereto, which are registered or are pending applications in the United States Patent and Trademark Office; and

WHEREAS, VISTEON CLIMATE CONTROL SYSTEMS, LTD., a Delaware Corporation, having its principal place of business at 2775 Broadway, Buffalo, NY, has succeeded to the business, assets and appurtenant goodwill of said WHOLESAL RADIATOR WAREHOUSES OF AMERICA, INC.;

NOW, THEREFORE, in consideration of the sum of one dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, WHOLESAL RADIATOR WAREHOUSES OF AMERICA, INC. hereby assigns to VISTEON CLIMATE CONTROL SYSTEMS, LTD., all right, title and interest in the United States in and to said trademarks and said applications therefor, together with the goodwill of the business symbolized by the trademarks and the applications to register said trademarks.

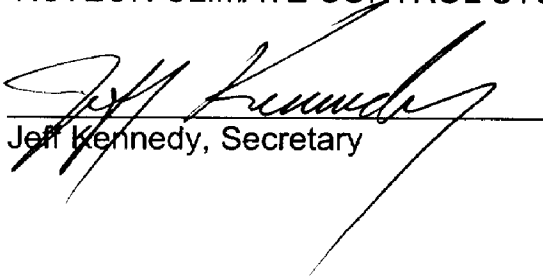
Signed at VISTEON CLIMATE CONTROL SYSTEMS, LTD., this 30th day of April, 2001.

WHOLESAL RADIATOR WAREHOUSES
OF AMERICA, INC.


Jeff Kennedy, Secretary

Assignment accepted:

VISTEON CLIMATE CONTROL SYSTEMS, LTD.


Jeff Kennedy, Secretary

SCHEDULE A

Mark: COOL TO THE MAX WITH MAX COOL	SN: 75/881,766	Filing Date: 12/27/99
Mark: MAX COOL (Canada)	SN: 1021530	Filing Date: 7/7/99
Mark: MAX COOL® (U.S.)	RN: 2,312,890	Registration Date: 2/1/00
Mark: MAX COOL RADIATORS and design	SN: 75/137,951	Filing Date: 7/22/96
Mark: 1-800-MAX-COOL®	RN: 2,319,107	Registration Date: 2/15/00
Mark: WHOLESALE RADIATOR WAREHOUSE (Supplemental Register)	SN: 75/511,757	Filing Date: 7/1/98
Mark: WHOLESALE RADIATOR WAREHOUSE® and design	RN: 2,218,056	Registration Date: 1/19/99
Mark: WWW.MAXCOOL.COM	NSI No.: 1-259BQ	Filing Date: 5/9/00
STATE REGISTRATIONS OF MAX COOL		
California	RN: 103,613	Registration Date: 4/3/98
Florida	RN: T98000000498	Registration Date: 4/17/98
Georgia	RN: T-17039	Registration Date: 4/2/98
Illinois	RN: 081,897	Registration Date: 4/6/98
Kentucky	RN: 11373	Registration Date: 3/30/98
Massachusetts	RN: 55602	Registration Date: 3/11/98
Michigan	RN: M02-294	Registration Date: 4/8/98
Minnesota	RN: 27320	Registration Date: 4/3/98
Missouri	RN: 14326	Registration Date: 4/21/98
Ohio	RN: 1020679	Registration Date: 7/1/98
Pennsylvania	RN: 2808988	Registration Date: 4/1/98
Tennessee	RN: 00283640	Registration Date: 3/11/98