

06-20-2001



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MRD
6/15/01

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
11011996

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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 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.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

06/19/2001 DBYRNE 00000061 1176894

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 25.00 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: 002316 FRAME: 0233

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1176894"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="716080"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

Mary Jane Frisby

Name of Person Signing

Mary Jane Frisby
Signature

June 13, 2001
Date Signed

This U.S. TRADEMARK ASSIGNMENT, from SOUTHWEST PETRO-CHEM, INC., a Delaware corporation ("Assignor"), to EPICOR INDUSTRIES, INC., a Delaware corporation ("Assignee").

W I T N E S S E T H :

WHEREAS, Assignor has adopted, has used and is the sole and exclusive owner of the United States trademarks and service marks and registrations and applications for registration for trademark or service mark set forth in Exhibit A hereto (the "Trademarks"); and

WHEREAS, Assignee has acquired certain assets from Assignor pursuant to the Asset Purchase Agreement dated as of September 26, 1996, as amended (the "Asset Purchase Agreement"), among Witco Corporation, a Delaware corporation, Assignor and Assignee, and desires to acquire full right, title and interest in the Trademarks.

NOW, THEREFORE, in consideration of good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee, its successors and assigns, Assignor's entire right, title, and interest in and to the Trademarks, together with the good will of the Business (as defined in the Asset Purchase Agreement) symbolized by the Trademarks and together with all claims for damages by reason of past or future infringement of the Trademarks, with the right to sue for and collect the same.

Assignor makes no representations or warranties with respect to the Trademarks, including, but not limited to, warranties as to merchantability or fitness for a particular purpose, except as expressly made and contained in the Asset Purchase Agreement.

Assignor hereby covenants and agrees that it will at any time upon request of Assignee, execute and deliver any and all papers that may be necessary or desirable to perfect in Assignee title to the Trademarks.

IN WITNESS WHEREOF, Assignor has caused this U.S. Trademark Assignment to be signed by its duly authorized officer this 1st day of November, 1996.

SOUTHWEST PETRO-CHEM, INC.,

by [Signature]
Name: Berard Mitz
Title: Authorized Signatory

STATE OF)
) ss.:
COUNTY OF)

On this 1st day of November, 1996, before me, a notary public in and for said County, personally appeared Berard Mitz who acknowledged himself to be the above identified officer of Assignor and that he being authorized to do so executed the foregoing instrument for the uses and purposes therein specified.

[Signature]
Notary Public

NANCY RUBICCO
Notary Public, State of New York
No. 4949288
Qualified in Westchester County
Commission Expires April 3, 1997

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Law Office: Unknown

Attorney
Docket: 6432-100

Registrant: Epicor Industries, Inc.

(formerly, Southwest Petro-Chem, Inc. -
copy of Assignment is attached)

SEE ATTACHED LIST

Certificate Under 37 CFR 1.8(a)

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513

on June 13, 2001

Connie Carpenter
Typed Name of Person Sending Paper

Connie Carpenter
Signature of Person Sending Paper

Dated: June 13, 2001

REVOCATION OF POWER OF ATTORNEY
AND APPOINTMENT OF ATTORNEY

Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Madam:

I, Curtis H. Castleman, an officer of Epicor Industries, Inc., owner (see copy of assignment) of the attached trademark registrations, hereby revoke all prior powers of attorney in these trademark registrations and hereby appoint as principal attorneys William R. Coffey, Perry Palan, Richard D. Conard, Steven R. Lammert, Joseph D. Lewis, Bobby B. Gillenwater, Dwight D. Lueck, Paul B. Hunt, Paul E. Fahrenkopf, Melissa A. Vallone, Julia Spoor Gard, Mary Jane

Frisby, Amanda E. Pecchioni, and Amy L. Wright, our attorneys with full power of substitution and revocation, to prosecute these trademark registrations, and to transact all business in the Patent and Trademark Office connected therewith, and I specify that all communications regarding these trademark registrations be directed to the following address for purposes of correspondence:

Julia Spoor Gard
Barnes & Thornburg
11 South Meridian Street
Indianapolis, Indiana 46204
Telephone: (317) 231-1313

March 24, 2001

Date



Curtis H. Castleman, Jr.
Assistant Secretary
Epicor Industries, Inc.

364660

Exhibit A
to U.S. Trademark Assignment

<u>Trade/Service Mark</u>	<u>Registration Number</u>	<u>Issue Date</u>
1. Econo-Matic	1,176,894	11/10/81
2. Superior	716,080	05/30/61

Epicor Industries, Inc.

Mark	Reg. No.	Registered	Docket
ECONO-MATIC	1176894	11/10/1981	29854
SUPERIOR	716,080	05/30/1961	29869