

08-23-2001



COVER SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To The Honorable Commission

1. Name of conveying parties

BorgWarner Turbo Systems Inc.

- Individual(s)
  - General Partnership
  - Corporation-State of Delaware
  - Other
- Association
  - Limited Partnership
- Additional name(s) of conveying party(ies) attached?  Yes  No

101821110  
9.15.01

Name and address of receiving party(ies)

Name: Bergstrom Climate Systems LLC  
 Internal Address:  
 Street Address: 2390 Blackhawk Road, P.O. Box 6007  
 City: Rockford State: IL Zip: 61125

3. Nature of conveyance:

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of
- Other - Illinois Limited Liability Company

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):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

746,841 and  
1,316,850

Additional numbers attached?  Yes  No

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

Name: Andrew J. Heinisch  
 Internal Address: Attorney Docket Nos. 501393, 501394  
 Company Name: LEYDIG, VOIT & MAYER, LTD.  
 Street Address: 6815 Weaver Road, Suite 300  
 City: Rockford State: IL ZIP: 61114-8018

6. Total number of applications and trademarks involved: 2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 12-1216

(Attach duplicate copy of this page if paying by deposit account)

08/22/2001 TDIAZ1 00000133 746841

DO NOT USE THIS SPACE

01 FC:481  
02 FC:482

40.00 OP  
25.00 OP

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.

Andrew J. Heinisch  
Printed Name of Person Signing

Date: August 13, 2001

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

TRADEMARK  
REEL: 002353 FRAME: 0338

## TRADEMARK ASSIGNMENT

WHEREAS BorgWarner Turbo Systems Inc. ("Assignor") has adopted, used and is using the marks which are registered in the United States Patent and Trademark Office and set forth on Exhibit A attached hereto;

WHEREAS Bergstrom Climate Systems LLC ("Assignee") is desirous of acquiring said marks and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, pursuant to that certain Asset Purchase Agreement dated November 15, 2000, as amended, between Assignor, Assignee and various affiliates thereof, said Assignor does hereby assign into the said Assignee all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the registration identified on Exhibit A attached hereto.

**BorgWarner Turbo Systems Inc.**

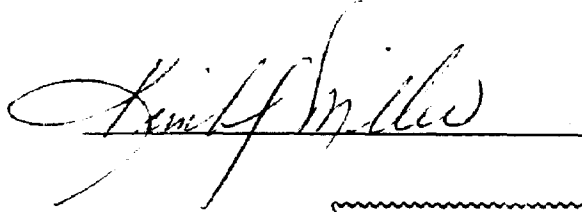
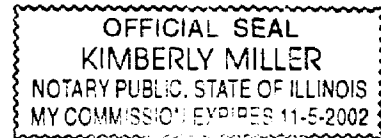
By: *L. W. ...*

Title: *Vice President*

Date: *Dec. 4, 2000*

State of Illinois )  
 ) SS:  
County of Cook )

On this 4th day of December, before me appeared Laurene H. Horiszny, the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf (or on behalf of the identified corporation or other juristic entity with authority to do so).

A handwritten signature in cursive script, appearing to read "Kimberly Miller", is written over a horizontal line.

**EXHIBIT A**

**WESTRAN Assigned Registered Trademarks**

<b><u>TRADE MARK</u></b>	<b><u>REGISTRATION NO.</u></b>
Austin	1316850
Austin	746841
Kwik Shift Konstat Mesh	1759742