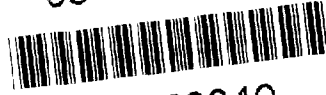


09-24-2001

RE



101852840
TRADEMARKS ONLY

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9.14.01

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
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Ward Manufacturing, Inc.

Execution Date
Month Day Year
02 23 2000

Formerly Ward Manufacturing, Inc.

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Pennsylvania

Receiving Party

Mark if additional names of receiving parties attached

Name Highlands Corporation

DBA/AKA/TA _____

Composed of _____



09-14-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #79

Address (line 1) 300 Delaware Avenue, Suite 1704

Address (line 2) _____

Address (line 3) Wilmington,

Delaware

19801

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 the Assignment.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

09/21/2001 LNUELLER 00000222 75527621

FOR OFFICIAL USE ONLY

01 FC:481
02 FC:482

40.00 OP
325.00 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: 002371 FRAME: 0328

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 Lewis F. Gould, Jr., Esquire

Address (line 1) Duane Morris & Heckscher LLP

Address (line 2) One Liberty Place

Address (line 3) _____

Address (line 4) Philadelphia, PA 19103-7396

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)

75/527,621 _____

2,071,929

1,918,697

1,918,698

1,119,098

1,918,699

1,693,976

1,619,408

1,596,069

1,596,068

Number of Properties

Enter the total number of properties involved.

14

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 365.00

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:

04-1679

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.

Lewis F. Gould, Jr.

Name of Person Signing



Signature

September 12, 2001

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional 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

Enter Additional 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 the Assignment.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization _____

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)

1,929,183 1,286,830 1,283,029
1,241,646

TRADEMARK ASSIGNMENT

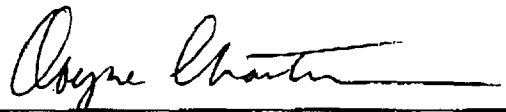
WHEREAS, WARD MANUFACTURING, INC., a corporation organized under the laws of the State of Pennsylvania, having an office at P.O. Box 9, 115 Gulick Street, Blossburg, Pennsylvania 16912-0009, U.S.A., is owner of the U.S. trademarks, trademark applications and trademark registrations, (hereinafter referred to as the "Marks") identified on attached Schedule A1, together with the goodwill of the business connected with the use of the Marks (the "Goodwill"); and

WHEREAS, HIGHLANDS CORPORATION, a corporation organized under the laws of the State of Delaware, having its place of business at 300 Delaware Avenue, Suite 1704, Wilmington, Delaware 19801, is desirous of acquiring the Marks, the Applications and the Goodwill;

NOW, THEREFORE, for and in consideration of these premises and for other good and valuable consideration, receipt of which is hereby acknowledged, WARD MANUFACTURING, INC., does hereby assign unto HIGHLANDS CORPORATION, all right, title and interest in and to the Marks and the Applications and the registrations to be granted thereon, together with the Goodwill.

This Assignment is executed this 23rd day of February 2000.

WARD MANUFACTURING, INC.



Name: Doyme Chartov
Title: President & COO

PHJ\639335.1

Schedule A1UNITED STATES APPLICATIONS

<u>Application No.</u>	<u>Filing Date</u>	<u>Mark</u>
75/527,621	07/28/98	FIRECOUP

UNITED STATES REGISTRATIONS

<u>Registration No.</u>	<u>Issue Date</u>	<u>Mark</u>
2,071,929	06/17/97	ACP
1,918,697	09/12/95	COUPTITE
1,918,698	09/12/95	DDF
1,119,098	05/27/79	COUPLITE
1,918,699	09/12/95	DYNAMIC DISTRIBUTION OF FORCE
1,693,976	06/16/92	WARDFLEX
1,619,408	10/30/90	TEELOX
1,596,069	05/15/90	W&K
1,596,068	05/15/90	WARD
1,929,183	10/24/95	WARD MANUFACTURING & DESIGN

1,286,830

07/24/84
Continuation of Schedule A1

WARDLOX

UNITED STATES REGISTRATIONS

Registration No.

Issue Date

Mark

1,283,029

06/26/84

COUPLOX

1,241,646

06/07/83

BRANCH T

PHD639335.1