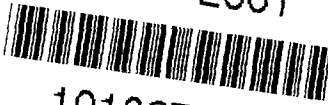


10-09-2001



101867449
TRADEMARK

PTO-1594
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Hackforth GmbH & Co. KG **10-101**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

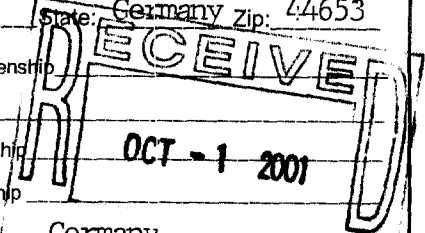
3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: ____ / ____ / 01

2. Name and address of receiving party(ies)
 Name: Hackforth GmbH
 Internal Address: _____
 Address: _____
 Street Address: Heerstrasse 66
 City: Herne State: Germany Zip: 44653

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Germany
 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):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
1077253 1954034 1583307

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: James E. Foster, Esquire
 Internal Address: _____
Akerman, Senterfitt & Eidson, P.A.
 Street Address: 255 S. Orange Avenue
 City: Orlando State: FL Zip: 32801

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Barbara L. Green Barbara L. Green July 20, 2001
 Name of Person Signing Signature Date

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

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

1077253
40.00

TRADEMARK
 REEL: 002379 FRAME: 0245

DESIGNATION OF DOMESTIC REPRESENTATIVE

Mark: Vulkan Reg. No. 1077253 Attorney Reference No.
17062/081196
Mark: Vulkan EZ Reg. No. 1954034
Mark: V Vulkan Reg. No. 1583307

Applicant: Hackforth GmbH

10.1.01

Date: July 20, 2001

JAMES E. FOSTER, Esquire, Akerman, Senterfitt & Eidson, P.A., whose postal address is P.O. Box 231, Orlando, Florida 32802-0231 is hereby designated as applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

HACKFORTH GMBH
f/k/a Hackforth GmbH & Co. KG

By: Barbara L. Haen

ASSIGNMENT OF REGISTRATION OF TRADEMARK

THIS ASSIGNMENT OF REGISTRATION OF TRADEMARK (the "Assignment") is made this 20th day of July, 2001, by **HACKFORTH GmbH & Co. KG**, a partnership, whose address is Heerstrasse 66, Herne, Germany 44653 ("Assignor"), in favor of **HACKFORTH GMBH**, a corporation, whose address is Heerstrasse 66, Herne, Germany 44653 ("Assignee").

WHEREAS, Assignor is the owner of, has used and is using the following Trademarks which are registered in the United States Patent and Trademark Office, with registration numbers, registration date and International Classes set forth below:

<u>Registration Number</u>	<u>Date</u>	<u>International Class(es)</u>
1077253	11/15/1977	7
1954034	02/06/1996	7, 12
1583307	02/20/1990	6, 7, 12

WHEREAS, Assignor has changed its name and structure from that of a partnership to a corporation in the name of Assignee and the Assignee desires to acquire the Marks and registration thereof;

NOW, THEREFORE, in consideration of the foregoing, One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor transfers and conveys to Assignee any right, title, and interest that may be vested in it in and to the Mark, together with the good will of the business symbolized by the Mark, and the above identified registration thereof.

The terms of this Assignment shall inure to the benefit of the Assignee, its successors, assigns and/or other legal representatives, and shall be binding on Assignor and its successors and assigns.

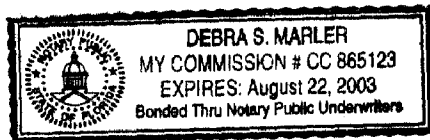
**HACKFORTH GmbH & CO. KG n/k/a
HACKFORTH GMBH**

By: *Barbara L. Green*
Name: Barbara L. Green
Title: Chief Financial Officer

**COUNTRY OF GERMANY
CITY OF _____**

The foregoing was acknowledged before me this 20th day of July, 2001.

Debra Marler
Notary Public
Print Name: Debra Marler
Personally known to me X OR
Produced Identification _____
Type of Identification Produced _____



OR406339;1

ENTRAGUNGSNACHRICHT

HRB 1872

Nr. der Eintragung	a) Firma b) Sitz c) Gegenstand des Unternehmens	Gewid. oder Stammkapital DM	Vorstand Personlich haftende Geschäftsführer Abwärtler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unternehmens b) Benennungen
1	2	3	4	5	6	7
1	a) Hackforth GmbH b) Herne-Wanne c) Herstellung und Vertrieb von Antriebsselektoren; Erwerb, Verwaltung und Veräußerung von Grundbesitz und Grundbesitz- und Grundstücksfaktoren Rechten und Anwartschaften des Anlagevermögens der Gesellschaft.	4.000.000,- EURO	Dipl.-Kfm. Bernd Ernil Hackforth, Herne, geb. 13.03.1949		Gesellschaft mit beschränkter Haftung. Der Gesellschaftsvertrag ist am 26.08.1999 auf unbestimmte Dauer abgeschlossen worden. Die Gesellschaft ist hervorgegangen aus formwechslernder Umwandlung der Firma Hackforth GmbH & Co. KG (HRA 1070 AG Herne-Wanne). Die Gesellschaft hat einen oder mehrere Geschäftsführer. Ist ein Geschäftsführer bestellt, tritt dieser allein. Sind mehrere Geschäftsführer bestellt, so vertreten zwei Geschäftsführer gemeinsam oder ein Geschäftsführer gemeinsam mit einem Prokuristen. Auch dann kann Einzelvertretungsbefugnis erfaßt werden. Geschäftsführer können von den Beschlüssen des § 181 BGB befreit werden. Der Geschäftsführer Bernd Ernil Hackforth vertritt einzeln. Er ist von den Beschränkungen des § 181 BGB befreit.	a) 13. Oktober 1999 b) Gesellschafts- vertrag Bl S. 10.

NOTICE OF ENTRY INTO COMMERCIAL REGISTER

Registration No.	a) Company b) Corporate Headquarters c) Scope of Company's Business	Paid-In Capital	Management/ Personal Liability of Managing Director	Authorized Signatory	Legal Status/ Legal Relationship Legal Entity	a) Date/Day of Registration and Signature b) Comments
1	2 a) Hackforth GmbH b) Herne-Wanne c) Manufacture and distribution/sale of driving components; purchase, administration and sale of real property and rights which are equal/similar to real property rights as well as the leasing of fixed assets of the company	3 4,000,000 EURO	4	5	6 Limited Liability Company Articles of Association (Articles of Incorporation) with the effective date of August 26, 1999 with indefinite duration. The company evolved due to a change in structure/form of the company Hackforth GmbH & Co. KG (HRA 1070 AG Herne-Wanne = reference to registration in the commercial register at the lower court Herne-Wanne). The company has one or more managing directors. In case only one managing director has been nominated, such director has the right of exclusive representation. In case more than one managing director has been nominated, the company will be represented either by two managing directors or by one managing director together with an authorized signatory. Single representation may then be authorized as well. Managing directors may be exempted from the limitations of §181 BGB (= §181 of the German Civil Code). The managing director Bernd Hackforth represents the company by single representation. He is exempted from the limitations of §181 BGB (= §181 of the German Civil Code).	7 a) October 13, 1999 b) Articles of Incorporation (Articles of Association)

EINTRAGUNGSNACHRICHT

HRA 1070

Nr. der Eintragung 1	a) Firma b) Ort der Niederlassung (Sitz der Gesellschaft) c) Gegenstand des Unternehmens (bei juristischen Personen) 2	Gesellschaftsleiter Persönlich haftende Gesellschafter Vorstand Abwickler 3	Praktikum 4	Rechtsverhältnisse 5	a) Tag der Eintragung und Urtatendat b) Bemerkungen 6
8				<p>Die Kommanditgesellschaft unter der Firma Hackforth GmbH & Co. KG ist durch Beschluss vom 26.08.1999 mit wirtschaftlicher Wirkung zum 31.12.1998 formwandelnd in eine Gesellschaft mit beschränkter Haftung umgewandelt worden. Die Firma der Gesellschaft mit beschränkter Haftung lautet Hackforth GmbH (HRB 1872 AG Herne-Wanne).</p>	<p>a) 13. Oktober 1999 b) Beschluss vom 26.08.99, Bl. Sbbd.</p>

NOTICE OF REGISTRATION

Registration No.	a) Company b) Corporate Headquarters c) Scope of Company's Business	Paid-In Capital	Management Personal Liability of Managing Director	Authorized Signatory	Legal Status/ Legal Relationship Legal Entity	a) Date/Day of Registration and Signature b) Comments
1	2	3	4	5	6	7
					<p>The limited partnership existing under/as part of the company Hackforth GmbH & Co. KG was changed in structure/form to a limited liability company by resolution dated August 26, 1999 with December 31, 1998 as the date of the economic effect of such change in structure/form. The company (name) of the limited liability company is: Hackforth GmbH (HRB 1872 AG Herne-Wanne = Page 1872 of the Commercial Register of the Lower Court Herne-Wanne)</p>	<p>a) October 13, 1999 b) Resolution dated August 26, 1999</p>

Amtesgericht Vöran-Bezirk

Impletur | Datum | Folio
21688

HRA 10,

<p>1) Name b) Ort der Niederlassung c) Sitz der Geschäftsbüro d) Geschäftsführer e) Geschäftsführer (bei Personengesellschaften)</p>	<p>2) Personlich haftende Gesellschafter Vorstand Abwickler</p>	<p>3) Prokura</p>	<p>4) Rechtsverhältnisse</p>	<p>5) Tag der Eintragung und Urt. b) Bemerkung</p>
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<p>1) a) Haeckforth u. Co. Maschinenfabrik b) Vöran-Bezirk</p>	<p>Ingenieur Bernhard Beck forth jun. in Vöran-Bezirk</p>	<p>Der Kaufmann Walter Hegener in Dortmund ist Prokura erteilt.</p>	<p>a) Ungeschrieben von HRA 10 am 22. April 1964 b) Tag der Eintragung: 22. 19. April 1964</p>
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<p>Der Dipl.-Kaufmann Bernd Haeckforth in Berlin 62 hat ein Zeitalter erteilt. Die Prokura des Herrn Walter Hegener in Dortmund ist erteilt.</p>	<p>a) 28. Januar 1964 b) 10. April 1964 c) 19. April 1964</p>
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<p>Die Prokuren der Herren Peter Karl Braun und Bernd Haeckforth sind erloschen.</p>	<p>a) 3. Juli 1964</p>
--	------------------------

<p>5) a) Haeckforth & Co. KG b) Haeckforth jun. Herrn</p>	<p>Ingenieur Bernhard Beck- forth jun. Herr</p>	<p>Der Dipl.-Kaufmann Bernd Haeckforth in Vöran (siehe) 9. Februar 1964 ist als persönlich haftende Gesellschafterin in die Kommanditgesellschaft eingetreten. Die Firma ist geschäftlich in Haeckforth, Sohn & Co. KG. Der Ingenieur Bernhard Haeckforth jun. ist als persönlich haftender Gesellschafter erloschen und als Kommanditist in Haeckforth & Co. KG eingetragen.</p>
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<p>6) Haeckforth Sohn & Co. KG Herrn</p>	<p>Firma B. Haeckforth Verwal- tungsgesellschaft mbH. in Herrn 2 (eingetragen unter HRB 1774 des Amtsgerichts Herrn-Herrn)</p>
--	--

Amtsgericht Wittenberg

1. Die Parteien
 a) Kläger
 b) Beklagter
 sind durch die
 Schriftliche Verhandlung
 im Sinne des § 271
 des Zivilprozessualen
 Gesetzbuchs vertreten
 durch die unten
 bezeichneten
 Rechtsanwälte

2. Die Parteien
 sind durch die
 Schriftliche Verhandlung
 im Sinne des § 271
 des Zivilprozessualen
 Gesetzbuchs vertreten
 durch die unten
 bezeichneten
 Rechtsanwälte

3. Die Parteien
 sind durch die
 Schriftliche Verhandlung
 im Sinne des § 271
 des Zivilprozessualen
 Gesetzbuchs vertreten
 durch die unten
 bezeichneten
 Rechtsanwälte

4. Die Parteien
 sind durch die
 Schriftliche Verhandlung
 im Sinne des § 271
 des Zivilprozessualen
 Gesetzbuchs vertreten
 durch die unten
 bezeichneten
 Rechtsanwälte

5. Die Parteien
 sind durch die
 Schriftliche Verhandlung
 im Sinne des § 271
 des Zivilprozessualen
 Gesetzbuchs vertreten
 durch die unten
 bezeichneten
 Rechtsanwälte

6. Die Parteien
 sind durch die
 Schriftliche Verhandlung
 im Sinne des § 271
 des Zivilprozessualen
 Gesetzbuchs vertreten
 durch die unten
 bezeichneten
 Rechtsanwälte

Herrn Peter Roth in Berlin ist
 bekannt, dass er
 gemeinsam mit einem
 anderen Prokuristen oder mit
 einem Geschäftsführer der per-
 sonlich hat, während Gesellschaft
 deren Vertretungsbevollmächtigter ist

Rechtsanwälte

HR A 10

a) 12. Oktober
 b) 13. Oktober

Amtegericht

Nr. des
Erl.
lsg.Quant

Verwendt
Merkmal

Zyklus
Jahre

Verwendt
Merkmal

Zyklus
Jahre

1
a) Firma
b) Ort der Niederlassung
(Sitz der Gesellschaft)
c) Gegenstand des Unternehmens
(voll juristischen Personen)

2
Geschäftshaber
Personenstand
Gesellschaftsform
Vorstand
Aufsichtsrat

3
Praktika

4
Rechtsverhältnisse

5
a) Tag der Eintragung
und Unterschrift
b) Bemerkungen

HRA 076

In Höhe der gestrichelten Rechtsnachfolge:
Bemerkung: Hackforth ist als Kommanditist auswechselbar;
in seine Stelle ist der Dipl.-Kaufmann Bernd Hackforth
als Kommanditist in die Gesellschaft eingetreten.
Seine Kommanditalöhne hat sich dadurch um 4.000.000,00
DM für 8.000.000,00 DM erhöht.

a) 17. Januar 1991
b) *Gras*
Amtegericht
StM.

Lower Court Wanne-Eickel

Registration No.	a) Company b) Corporate Headquarters c) Scope of Company's Business	Owner/ Personal Liability of Managing Director Management	Authorized Signatory	Legal Status/ Legal Relationship/ Legal Entity	a) Date/Day of Registration and Signature b) Comments
1	2	3	4	5	6
1	a) Hackforth u. Co., Maschinen Fabrik b) Wanne-Eickel	Engineer Bernhard Hackforth jun. in Wanne-Eickel	Businessman Walter in Dortmund is authorized signatory		Left out in translation because dates not readable
2			Businessman Walter in Dortmund is authorized signatory		
3			Mr. Peter Karl Braun in Wattenscheid is authorized signatory		
4			Businessman Bernd Hackforth in Berlin 62 is authorized to represent the company by single representation. Mr. Walter Wegener in Dortmund is no longer authorized signatory.		
5	Hackforth & Co. KG Maschinenfabrik b) Herne	Engineer Bernhard Hackforth in Herne	Mr. Peter Karl Braun and Mr. Bernd Hackforth are no longer authorized signatories	The businessman Bernd Hackforth in Herne has joined the business as limited partner with a capital of DM 4,000,000. This was created a limited partnership, with the effective date of January 1, 1977, lead by the company Hackforth & Co., KG Maschinenfabrik. Personally liable partner is engineer Bernhard Hackforth in Herne.	

Registration No.	a) Company b) Corporate Headquarters c) Scope of Company's Business	Owner/ Personal Liability of Managing Director Management	Authorized Signatory	Legal Status/ Legal Relationship/ Legal Entity	a) Date/Day of Registration and Signature b) Comments
6	Hackforth GmbH & Co. KG	Company B. Hackforth Management Company in Herne 2 (required under HRB 1178 of the Lower Court Herne- Wanne)	Mr. Peter Roth in <u>erten</u> is authorized signatory to the extent that he is authorized to representation jointly with another authorized signatory or with a managing director of the personally liable partner.	The company B. Hackforth Management company with its headquarters in Herne has joined the limited partnership as personally liable partner. The company was changed into "Hackforth GmbH & Co. KG." Engineer Bernhard Hackforth in Herne is no longer personally liable partner and has joined the company als limited partner with a capital of DM 4,000,000. In the way of legal succession: Bernhard Hackforth is no longer limited partner. In his place, businessman Bernd Hackforth has joined the company as limited partner. His capital has therefore increased from DM 4,000,000 to DM 8,000,000.	a) January 17, 1991 b) Declaration

AKERMAN SENTERFITT

ATTORNEYS AT LAW

CITRUS CENTER

255 SOUTH ORANGE AVENUE

POST OFFICE BOX 231

ORLANDO, FLORIDA 32802-0231

PHONE (407) 843-7860 • FAX (407) 843-6610

<http://www.akerman.com>

September 26, 2001

CERTIFIED MAIL

RETURN RECEIPT REQUESTED

The Assistant Commissioner for Trademarks
Box Assignments
Washington, DC 20231

**Re: Marks: "Vulkan" TM#1077253; "Vulkan EZ" TM# 1954034;
"V Vulkan" TM# 1583307;**

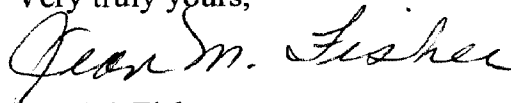
Dear Sir or Madam:

Please file the enclosed Assignment of Registration of Trademarks by Hackforth GmbH & Co. KG to Hackforth GmbH in connection with the above-referenced marks. A copy of the Notice of Entry Into Commercial Register reflecting the change of corporate structure and name from Hackforth GmbH & Co. KG, a general partnership, to Hackforth GmbH, a limited liability company is attached along with a Designation of Domestic Representative.

Our check in the total amount of \$90.00 (based on \$40.00 first mark; \$25.00 each additional mark - 3 marks = \$90.00) is enclosed to cover the filing fees.

Please return your acknowledgment of the filing of these documents to my attention at your earliest convenience. Your attention to this matter will be appreciated. Please feel free to call me if you have any questions.

Very truly yours,



Jean M. Fisher

Corporate Paralegal

/jmf

Enclosures

cc: James E. Foster, Esq. (w/encl.)

OR432712;1

AKERMAN, SENTERFITT & EIDSON, P.A.

FORT LAUDERDALE • JACKSONVILLE • MIAMI • TALLAHASSEE • TAMPA • WEST PALM BEACH

TRADEMARK

RECORDED: 10/01/2001

REEL: 002379 FRAME: 0257