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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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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):

HT Holdings, LLC

RE

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware Limited Liability Company
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: August 24, 2001

2. Name and address of receiving party(ies)

Name: AMG International, Inc.

Internal

Address:

Street Address: 500 West Monroe Street

City: Chicago State: IL Zip: 60661

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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)

7436951

Additional number(s) attached Yes No

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

Name: Goldberg, Kohn et al.

Internal Address: Elizabeth Kostiuik

Street Address: 55 East Monroe Street

Suite 3700

City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41).....\$ 140.00

- 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.

Elizabeth Kostiuik

Name of Person Signing

Elizabeth Kostiuik
Signature

09-18-01

Date

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

4

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

TRADEMARK
REEL: 002427 FRAME: 0595

1 (a). Trademarks (registered or in process of registration):

Trademark	Owner	Country//Class	Reg.No.(r)/Serial. No.(s)	Date of Reg./Renewal
FREEMAN	Freeman	US//(14,16,20,21,26)	74/316,951 (s)	
OVATION	Freeman	US//(6,14)	74/275,532 (s)	
QUARTZ CLOCK & Design Logo	Freeman	US//(14)	1,534,207 (r)	04/11/89//04/11/09
Trophy Design Logo				
	Avnet	US//(20)	1,207,252 (r)	09/07/82//09/07/02
Trophy Design Logo for Clocks	Freeman	US//(14)	1,570,836 (r)	12/12/89//12/12/99

Trademark Serial Numbers

74/316,951

74/275,532

Trademark Registration Numbers

1,534,207

1,207,252

1,570,8336



ASSIGNMENT OF TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, HT Holdings, LLC, a Delaware limited liability company located at 500 West Monroe Street, Chicago, Illinois 60661 hereby sells, assigns and transfers to AMG International, Inc., a Delaware corporation located at 500 West Monroe Street, Chicago, Illinois 60661, all of its right, title, and interest in and to the trademarks listed on Schedule A attached hereto, together with the goodwill of the business in which the trademarks are used and together with all rights to sue for the past and future infringement thereof.

IN WITNESS WHEREOF, this Assignment has been executed, effective as of this 24th day of August, 2001.

HT HOLDINGS, LLC

By: [Signature]
Name: HUGH WILDER
Title: PRESIDENT

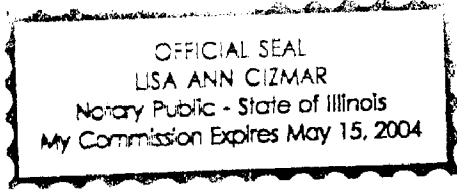
AMG INTERNATIONAL, INC.

By: [Signature]
Name: KURT ROEMER
Title: TREASURER

On this 24th day of AUGUST, 2001, before me personally appeared HUGH WILDER proved to me on the basis of satisfactory evidence to be the person who executed the above Assignment as PRESIDENT of HT HOLDINGS, LLC, and acknowledged to me that the corporation executed it.

Witness my hand and official seal:

[Signature]
Notary Public



On this 24th day of AUGUST, 2001, before me personally appeared KURT ROEMER proved to me on the basis of satisfactory evidence to be the person who executed the above Assignment as TREASURER of AMG INTERNATIONAL, INC. and acknowledged to me that the corporation executed it.

Witness my hand and official seal:

[Signature]
Notary Public

