



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

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| <p>1. Name of conveying party(ies): Portec, Inc. <i>1-25-02</i></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies):</p> <p>Name: CP Manufacturing, Inc.</p> <p>Internal Address:</p> <p>Street Address: 1300 Wilson Avenue</p> <p>City National City State CA Zip 91950</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other - _____</p> <p>Execution Date: December 4, 2001</p> | |

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s) B. Trademark Registration No.(s)

1,674,070

Additional numbers attached? Yes No

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| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Michael H. Jester</p> <p>Internal Address:</p> <p>Street Address: The Law Offices of Michael H. Jester Symphony Towers, Suite 2560 750 B Street</p> <p>City: San Diego State: California Zip: 92101</p> | <p>6. Total number of applications and trademarks involved: <u>1</u></p> <p>7. Total fee (37 C.F.R. 3.41).....\$ <u>40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p>_____</p> <p>(Attached duplicate copy of this page if paying by deposit account)</p> |
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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.

Name of Person Signing

M. H. Jester
Signature

12/18/01
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 PATENTS AND TRADEMARKS, BOX ASSIGNMENTS
WASHINGTON, D.C. 20231

TRADEMARK
REEL: 002443 FRAME: 0490

TRADEMARK ASSIGNMENT

TO WHOM IT MAY CONCERN:

WHEREAS, Portec, Inc. (ASSIGNOR), a Delaware corporation, located and doing business at 3934 Concord Street, Toledo, Ohio 43612, is the owner of the trademark "MCMRF", which is registered under No. 1,674,070 in the United States Patent and Trademark Office; and

WHEREAS, CP Manufacturing, Inc. (ASSIGNEE), a California corporation, located and doing business at 1300 Wilson Avenue, National City, California 91950, is desirous of acquiring same mark.

NOW, THEREFORE, in consideration of the purchase price recited in a separate agreement between the parties, said ASSIGNOR, does sell, assign, transfer, and set over unto said ASSIGNEE, the entire right, title, and interest in, to and under said trademark and registration thereof, No. 1,674,070, together with the goodwill of the business in connection with which the said mark is used.

The assignment of these rights is hereby effective as of June 11, 2000.

ASSIGNOR

12/4/01
Date

By: [Signature]
Name: [Signature]
Title: VP Finance
Company: PORTEC, INC.

12/4/01
Date

[Signature]
WITNESS

REBECCA L. CROXFORD
Notary Public, State of Ohio
Commission Expires 2-16-04