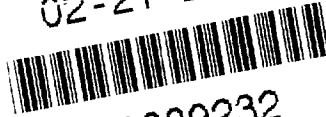


02-21-2002



101989232

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New 1-29-02
- 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
- Merger Effective Date
Month Day Year
- Change of Name
- Other

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

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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 Assignment.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

02/20/2002 DBYRNE 00000136 170055 1631334

01 FC:481 40.00 CH
02 FC:482 100.00 CH

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

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

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,631,334"/>	<input type="text" value="1,721,420"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,329,258"/>	<input type="text" value="1,721,417"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,727,057"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

Cheryl M. Smukowski

Cheryl M. Smukowski

December 17, 2001

Name of Person Signing

Signature

Date Signed

Confirmatory Assignment of Trademarks

This Confirmatory Assignment of Trademarks is made by After Pumps, Inc., formerly known as Oberdorfer Pumps, Inc., a New York corporation located at 7130 Woodchuck Hill Road, Fayetteville, New York 13066 ("After Pumps") and Thomas-Oberdorfer Pumps, Inc., a Delaware corporation located at 4360 Brownsboro Road, Suite 300, Post Office Box 35120, Louisville, Kentucky, 40232 ("Thomas-Oberdorfer").

Whereas, After Pumps is the owner of the trademarks and related registrations listed in the attached Schedule A, and the goodwill of the business associated therewith (the "Trademarks"), and Thomas-Oberdorfer wishes to acquire the Trademarks.

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, After Pumps agrees to sell, assign and transfer to Oberdorfer-Pumps as of October 22, 1999, and does hereby sell, assign, and to Oberdorfer-Pumps, After Pumps' entire right, title, and interest in and to the Trademarks, and any right it may have, in law or in equity, for claims and damages for past infringement of the Trademarks.

In witness whereof, After Pumps has caused this Confirmatory Assignment of Trademarks to be executed by its duly authorized representative as of the date written below.

After Pumps, Inc.
(f/k/a Oberdorfer Pumps, Inc.)

By: [Signature]
Kevin Digney, President

Date: 10-30, 2001

STATE OF NEW YORK)
)
ONONDAGA COUNTY)

Personally came before me this 30th day of October, 2001, the above-named individual, to me known to be the person who executed this Confirmatory Assignment of Trademarks and acknowledged the same.

[Signature]
Notary Public, State of New York
My Commission Expires: 10/31/02

LINDA P. HERLIHY
Notary Public, State of New York
Qualified in Onon. Co. No. 01HE5035266
Commission Expires October 31, 2002

(SEAL)

Schedule A
To Confirmatory Assignment of Trademarks

Table of Trademarks

Trademark	US. Trademark Registration No.
CHEMSTEEL	1,631,334
GEARIRON	1,329,258
Miscellaneous Design (black trapezoid within black circle on white background)	1,727,057
O Stylized	1,721,420
O and Design	1,721,417