

03-06-2002

HEET
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Docket No.:



102003227

MAD
2-15-02

Tab settings

To the Honorable Commissioner of

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Eaton Aeroquip, Inc.
1111 Superior Avenue
Cleveland, OH 44114

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: July 27, 2001

2. Name and address of receiving party(ies):

Name: Eaton AC&R, Inc.

Internal Address:

Street Address: 1111 Superior Avenue

City: Cleveland State: OH ZIP: 44114

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,241,702

Additional numbers

Yes No

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

Name: Christopher H. Hunter, Esq.

Internal Address:

Parker-Hannifin Corporation

Street Address: 6035 Parkland Blvd.

City: Cleveland State: OH ZIP: 44124

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-0325

DO NOT USE THIS SPACE

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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.

Christopher H. Hunter

Name of Person Signing

Signature

02-01-02

Date

Total number of pages including cover sheet, attachments, and

5

ASSIGNMENT OF TRADEMARKS

Eaton Aeroquip, Inc., a Michigan corporation having a place of business at 1111 Superior Avenue, Cleveland, Ohio 44114 ("Aeroquip"), is the owner of the trademarks and the registrations thereof listed on Exhibit A attached hereto ("Trademarks"). Eaton AC&R, Inc., a corporation of the State of Delaware with offices at 1111 Superior Avenue, Cleveland, Ohio 44114 ("AC&R"), is desirous of acquiring an undivided ninety-nine (99%) interest in and to the Trademarks, together with the goodwill of the business symbolized thereby.

NOW, THEREFORE, the parties hereto agree as follows:

Aeroquip, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby sell, assign, and transfer to AC&R, its successors and assigns, an undivided ninety-nine (99%) interest in and to: the Trademarks, together with the goodwill of the business symbolized thereby; and all claims, demands, causes of action, damages and remedies of every kind recoverable at law or in equity or otherwise from any and every party for any and every infringement of the Trademarks together with the rights to being and maintain any action for past infringements and for the recovery of damages and fees. Aeroquip, for the consideration aforesaid, will make, execute and deliver any and all other instruments in writing, and any and all further papers, affidavits, assignments and other documents which may be necessary or desirable more effectively to secure to and vest in said AC&R, its successors and assigns, an undivided ninety-nine (99%) interest in and to the said Trademarks, rights, title, benefits, privileges and advantages hereby sold, assigned and conveyed, or intended so to be.

EATON AEROQUIP, INC.

EATON AC&R, INC.

By: R. E. Paunio
Title: Vice President and Treasurer

By: J. O. O.
Title: President and Secretary

By: E. R. Franklin
Title: Vice President and Secretary

By: E. R. Franklin
Title: Vice President

Date: July 27, 2001

Date: July 27, 2001

EXHIBIT A

UNITED STATES TRADEMARKS

MARK

1. One Shot: UNREGISTERED MARK
2. Connectaire: REGISTRATION NO. 2,241,702

OTHER TRADEMARKS

<u>MARK</u>	<u>COUNTRY</u>	<u>APPLICATION/ REGISTRATION NUMBER</u>
Connectaire	Australia	700,535
Connectaire	Benelux	585,786
Connectaire	Canada	490,910
Connectaire	France	96/605360
Connectaire	Germany	39,601,016
Connectaire	Hong Kong	2519 (of 1997)
Connectaire	India	Appl. No. 694,476
Connectaire	Israel	102,755
Connectaire	Italy	755,088
Connectaire	Japan	4,113,455
Connectaire	South Korea	380,465
Connectaire	Mexico	521,751
Connectaire	Singapore	T96-00417A
Connectaire	Taiwan	746,971
Connectaire	United Kingdom	2,051,292

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

On this 27 day of July, 2001, before me personally appeared R.E. Parmenter and E.R. Franklin, to me known, who, being by me duly sworn, did depose and say that they are the V.P. & Treasurer and V.P. & Secretary of Eaton Aeroquip, Inc., the corporation described in and which executed the foregoing instrument, that said instrument was executed with authorization by the board of directors of said corporation, and that they signed their names thereto by like authorization.

Samoanna Anderson
Notary Public

SAMOANNA ANDERSON
Notary Public, State of Ohio, Cuyahoga County
My Commission Expires September 6, 2003

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

On this 27 day of July, 2001, before me personally appeared D.O. Otto and E.R. Franklin, to me known, who, being by me duly sworn, did depose and say that they are the President & Secretary and Vice President of Eaton AC&R, Inc., the corporation described in and which executed the foregoing instrument, that said instrument was executed with authorization by the board of directors of said corporation, and that they signed their names thereto by like authorization.

Samoanna Anderson
Notary Public

SAMOANNA ANDERSON
Notary Public, State of Ohio, Cuyahoga County
My Commission Expires September 6, 2003