

03-12-2002



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

Tab settings

OFFICE OF PUBLIC RECORDS
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

OFFICE OF PUBLIC RECORDS
U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office
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FINANCE SECTION

FINANCE SECTION

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

1. Name of conveying party(ies):
Martin Industries, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- 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: November 29, 2001

2. Name and address of receiving party(ies)

Name: Empire Comfort Systems, Inc.

Internal Address: Brian H. Bauer

Street Address: 918 Freeburg Ave.

City: Belleville State: IL Zip: 62222

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Illinois
- 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)
76/112, 760; 76/095, 819

B. Trademark Registration No.(s) 2.375.183;
1.368.816; 2.488.975; 2.391.484;
2.318.201

Additional number(s) attached Yes No

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

Name: Empire Comfort Systems, Inc.

Internal Address: Brian H. Bauer

Street Address: 918 Freeburg Ave.

City: Belleville State: IL Zip: 62222

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$ 280.00

- 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.

J.W. Truitt

Name of Person Signing

J.W. Truitt
Signature

11/30/01
Date

Total number of pages including cover sheet, attachments, and document: 16

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

03/11/2002 LMUELLER 00000126 76112760

01 FC:481
02 FC:482

40.00 DP
150.00 DP

Refund Ref: 03/11/2002 LMUELLER 0000114953

CHECK Refund Total: \$90.00

TRADEMARK
REEL: 002458 FRAME: 0569

ASSIGNMENT OF TRADEMARKS

WHEREAS, Martin Industries, Inc, a Delaware corporation ("Martin"), of 301 East Tennessee Street, Florence, Alabama 35630, is the owner of certain trademarks and applications therefor listed on Schedule A attached hereto and by this reference incorporated herein ("Trademarks"); and

WHEREAS, Empire Comfort Systems, Inc., an Illinois corporation ("Empire"), of 918 Freeburg Avenue, Belleville, Illinois 62220, is desirous of acquiring the entire interest of Martin in and to the Trademarks; and

WHEREAS, contemporaneously with the execution and delivery of this Agreement, Martin and Empire have consummated the transactions contemplated by that certain Asset Purchase Agreement dated as of November 30, 2001 ("Asset Purchase Agreement"), pursuant to which Empire has purchased certain of the assets of Martin, including the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Martin, by these presents does sell, assign and transfer unto Empire all of Martin's right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof, the same to be held and enjoyed by Empire, for Empire's own use and benefit and that of Empire's successors, assigns and legal representatives, together with all claims for damages by reason of past infringement of the Trademarks, with the right to sue for and collect the same for Empire's own use and for the use of Empire's successors, assigns or other legal representatives ("Right to Damages").

Martin hereby constitutes and appoints Empire, its successors and assigns as Martin's true and lawful attorney and attorneys with full power of substitution, in Martin's name and stead, and on behalf of and for the benefit of Empire, its successors and assigns, to demand and receive any and all of the Trademarks and all Rights to Damages for Empire's own use and for the use of Empire's successors, assigns or legal representatives, and to do all acts and things relating to the Trademarks which Empire, its successors and assigns, shall deem desirable. Martin hereby declares that the foregoing powers are coupled with an interest in the Trademarks and are and shall be irrevocable by it and shall not be affected by its dissolution or in any manner or for any reason whatsoever.

Martin does hereby covenant and agree with Empire, its successors and assigns, to execute and deliver such other and further instruments and to take such other and further actions as may be reasonably necessary and appropriate to transfer the Trademarks and all Rights to Damages to Empire,

Martin, for itself and its successors and assigns, does hereby represent and warrant to Empire that: (a) Martin has good and marketable title to the Trademarks; (b) the Trademarks are free and clear of any and all mortgages, pledges, liens, encumbrances, rights of third parties or charges of any kind; and (c) said assets are freely assignable and transferable.

Nothing in this Assignment, express or implied, is intended or shall be construed to confer upon, or give to, any person, firm or corporation other than Empire and its successors and assigns, any remedy or claim under or by reason of this Assignment or any terms, covenants or conditions hereof, and all the terms, covenants and conditions, promises and agreements contained in this Assignment shall be for the sole and exclusive benefit of Empire and its successors and assigns.


This Assignment is executed by Martin, and shall be binding upon Martin and its successors and assigns, for the uses and purposes above set forth and referred to herein, effective immediately upon its delivery to Empire.

This Assignment shall be governed by and construed under and in accordance with the laws of the State of Illinois (but not including the choice of law rules thereof.)

Unless otherwise indicated, capitalized terms used but not defined in this Assignment shall have the respective meanings ascribed to them in the Asset Purchase Agreement.

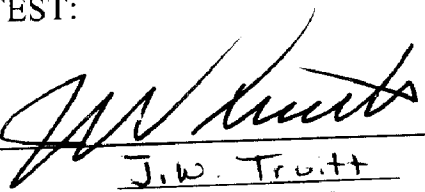
IN WITNESS WHEREOF, the undersigned corporation has caused this instrument to be executed at Florence, Alabama this 29 day of November, 2001.

MARTIN INDUSTRIES, INC.



John L. Duncan, President

ATTEST:



J.W. Truitt
Its Secretary

STATE OF ALABAMA)
)
Lauderdale COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that John L. Duncan, whose name as President of Martin Industries, Inc., a corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being

informed of the contents of the instrument, he as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office this 29 day of November, 2001.

Diane S. McFee
Notary Public

[NOTARIAL SEAL]

My commission expires: 08-20-04

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31 and 34

United States Patent and Trademark Office

Reg. No. 2,375,183

Registered Aug. 8, 2000

**TRADEMARK
PRINCIPAL REGISTER**



MARTIN INDUSTRIES, INC. (ALABAMA CORPORATION)

P.O. BOX 128
301 EAST TENNESSEE STREET
FLORENCE, AL 35631

FOR GAS OUTDOOR COOKING GRILLS, IN
CLASS 11 (U.S. CLS. 13, 21, 23, 31 AND 34).
FIRST USE 1-31-1997; IN COMMERCE 1-31-1997.

OWNER OF U.S. REG. NO. 1,368,816.
NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT
TO USE "PREMIUM GAS GRILLS", APART FROM
THE MARK AS SHOWN

SER. NO. 75-791,630, FILED 9-3-1999.

WILLIAM BRECKENFELD, EXAMINING ATTORNEY

The United States of America



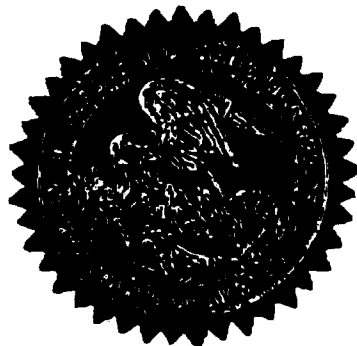
CERTIFICATE OF REGISTRATION PRINCIPAL REGISTER

The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.

The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office; that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Commissioner of Patents and Trademarks; and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.

A copy of the Mark and pertinent data from the application are part of this certificate.

This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.



Commissioner of Patents and Trademarks

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31 and 34

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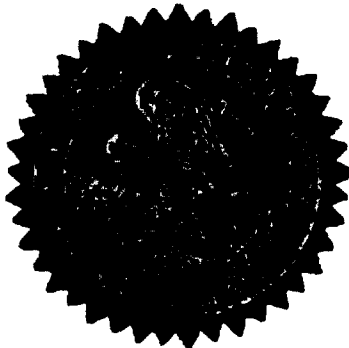
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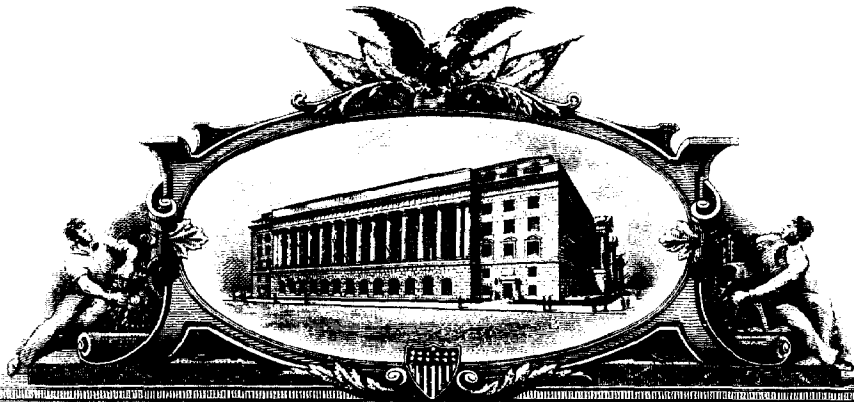
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J. Todd Johnson

Commissioner of Patents and Trademarks



THE UNITED STATES OF AMERICA

ALL TO WHOM THESE PRESENTS SHALL COME:

UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

February 05, 1999

THE ATTACHED U.S. TRADEMARK REGISTRATION 1,368,816 IS CERTIFIED TO BE A TRUE COPY WHICH IS IN FULL FORCE AND EFFECT WITH NOTATIONS OF ALL STATUTORY ACTIONS TAKEN THEREON AS DISCLOSED BY THE RECORDS OF THE UNITED STATES PATENT AND TRADEMARK OFFICE.

REGISTERED FOR A TERM OF 20 YEARS FROM *November 05, 1985*

SECTION 8 & 15

SAID RECORDS SHOW TITLE TO BE IN:

LOCKE STOVE COMPANY, INC.



By Authority of the
COMMISSIONER OF PATENTS AND TRADEMARKS

P. SWAIN
Certifying Officer

TRADEMARK
REEL: 002458 FRAME: 0577

Int. Cl.: 11

Prior U.S. Cl.: 34

United States Patent and Trademark Office

Reg. No. 1,368,816
Registered Nov. 5, 1985

**TRADEMARK
PRINCIPAL REGISTER**



broilmaster

LOCKE STOVE COMPANY (MISSOURI CORPORATION), DBA LSC, INCORPORATED
127 WEST 10TH ST.
KANSAS CITY, MO 64105

FIRST USE 3-0-1967; IN COMMERCE
3-0-1967.

SER. NO. 439,279, FILED 8-15-1983.

FOR: GAS BARBECUE GRILLS, IN CLASS 11
(U.S. CL. 34).

CANDICE ABATE, EXAMINING ATTORNEY



THE UNITED STATES OF AMERICA

ALL TO WHOM THESE PRESENTS SHALL COME:

**UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office**

February 05, 1999

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P. Swain
P. SWAIN

Certifying Officer

TRADEMARK

REEL: 002458 FRAME: 0579

Int. Cl.: 11

Prior U.S. Cl.: 34

United States Patent and Trademark Office

Reg. No. 1,368,816

Registered Nov. 5, 1985

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CANDICE ABATE, EXAMINING ATTORNEY

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31, and 34

United States Patent and Trademark Office

Reg. No. 2,488,975

Registered Sep. 11, 2001

**TRADEMARK
PRINCIPAL REGISTER**

THE CINCH

MARTIN INDUSTRIES, INC. (ALABAMA COR-
PORATION)
P.O. BOX 128
101 EAST TENNESSEE STREET
FLORENCE, AL 35631

FIRST USE 1-7-2000; IN COMMERCE 1-7-2000

SN 75-837,477, FILED 11-1-1999

FOR: CARTS FOR USE WITH OUTDOOR
GRILLS, IN CLASS 11 (U.S. CLS. 13, 21, 23, 31 AND
34).

LAURIEL DALIER, EXAMINING ATTORNEY

The United States of America



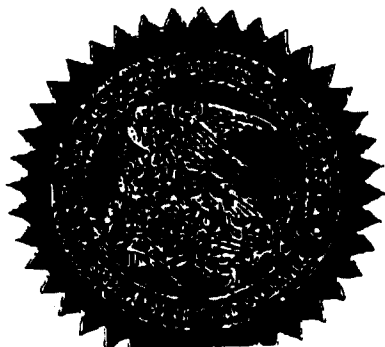
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Director of the United States Patent and Trademark Office

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31, and 34

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Reg. No. 2,488,975

Registered Sep. 11, 2001

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LAURIEL DALIER, EXAMINING ATTORNEY

The United States of America



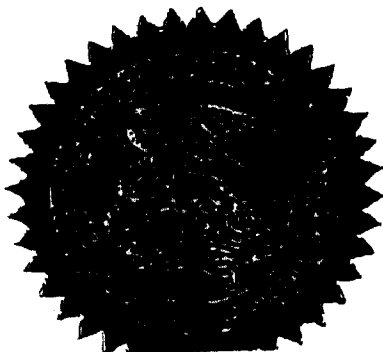
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A handwritten signature in cursive script, appearing to read "J. Todd De".

Director of the United States Patent and Trademark Office

11/27/2001 13:33

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31 and 34

Reg. No. 2,391,484

United States Patent and Trademark Office

Registered Oct. 3, 2000

**TRADEMARK
PRINCIPAL REGISTER**

THE MOST DURABLE GRILL KNOWN TO MAN

MARTIN INDUSTRIES, INC. (ALABAMA CORPORATION)
P.O. BOX 128
301 EAST TENNESSEE STREET
FLORENCE, AL 35631

FIRST USE 1-31-1997; IN COMMERCE 1-31-1997.

SER. NO. 75-787,390, FILED 8-30-1999.

WILLIAM BRECKENFELD, EXAMINING ATTORNEY

FOR: GAS OUTDOOR COOKING GRILLS, IN CLASS 11 (U.S. CLS. 13, 21, 23, 31 AND 34).

The United States of America



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Commissioner of Patents and Trademarks

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31 and 34

Reg. No. 2,391,484

United States Patent and Trademark Office

Registered Oct. 3, 2000

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PRINCIPAL REGISTER**

THE MOST DURABLE GRILL KNOWN TO MAN

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P.O. BOX 128
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FLORENCE, AL 35631**

FIRST USE 1-31-1997; IN COMMERCE 1-31-1997.

SER. NO. 75-787,390, FILED 8-30-1999.

WILLIAM BRECKENFELD, EXAMINING ATTORNEY

**FOR: GAS OUTDOOR COOKING GRILLS, IN
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The United States of America



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L. Todd Johnson

Commissioner of Patents and Trademarks

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31 and 34

Reg. No. 2,318,201

United States Patent and Trademark Office

Registered Feb. 15, 2000

**TRADEMARK
PRINCIPAL REGISTER**

'HUGGA-RACK'

**MARTIN INDUSTRIES, INC. (ALABAMA COR-
PORATION)
301 EAST TENNESSEE STREET
FLORENCE, AL 35631**

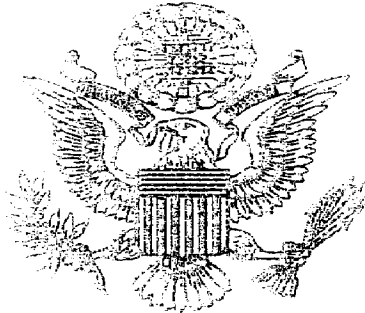
**IES, IN CLASS 11 (U.S. CLS. 13, 21, 23, 31 AND
34).
FIRST USE 7-0-1988; IN COMMERCE
7-0-1988.**

**FOR RACKS FOR SECURING AND HOLD-
ING MEATS WHILE COOKING IN ROTISSER-**

SER. NO. 75-525,689, FILED 7-27-1998.

ANN LINNEHAN, EXAMINING ATTORNEY

The United States of America



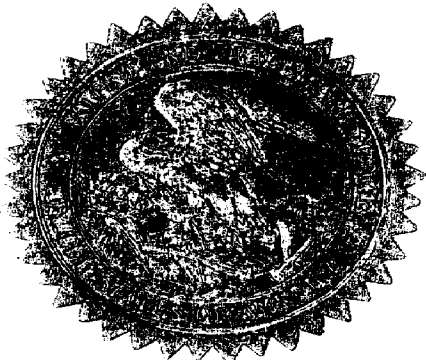
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J. Todd Johnson

Commissioner of Patents and Trademarks

TRADEMARK
REEL: 002458 FRAME: 0590

Int. Cl.: 11

Prior U.S. Cls.: 13, 21, 23, 31 and 34

Reg. No. 2,318,201

United States Patent and Trademark Office

Registered Feb. 15, 2000

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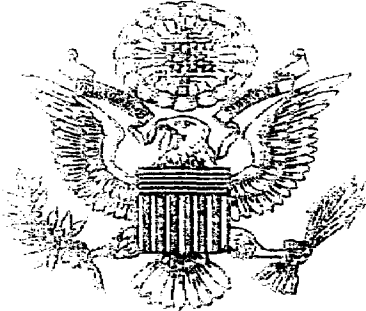
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ANN LINNEHAN, EXAMINING ATTORNEY

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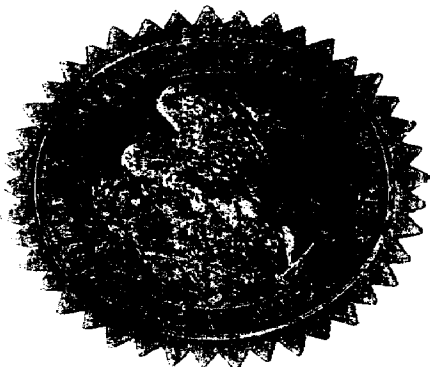
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