

03-15-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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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):

Century Mfg. Co.

2-28-02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 10/15/2002

2. Name and address of receiving party(ies)

Name: Clore Automotive, LLC

Internal Address: Gus D. Halas, President

Street Address: 1401 Iron Street

City: N. Kansas City State: MO Zip: 64116

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

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

OFFICE OF PATENT & TRADEMARKS FINANCIAL SERVICES 2002 FEB 28 PM 3:43

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

A. Trademark Application No.(s) SEE ATTACHED SCHEDULE A

B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE A

Additional number(s) attached Yes No

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

Name: Daniel A. Crowe, Esq.

Internal Address:

Street Address: Bryan Cave LLP 211 North Broadway, Suite 3600

City: St. Louis State: MO Zip: 63102

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 3.41) \$ 440.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Daniel A. Crowe

Name of Person Signing

Daniel A. Crowe

Signature

2-15-02

Date

Total number of pages including cover sheet, attachments, and document: 7

03/14/2002 LHWELLER 00000038 761E3217

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

01 FC:481 02 FC:482

40.00 OP 400.00 OP

TRADEMARK REEL: 002461, FRAME: 0575

SCHEDULE A

Assigned Trademarks

Mark	Nation	Status	App. No.	App. Date	Regs. No.	Regs. Date	Owner
GUARDIAN	US	Registered	76/123217	9/6/00	2490614	9/18/01	Century
ALL STAR	US	Registered	73/317367	07/02/81	1197766	6/15/82	Century
AUTO ON OFF & DESIGN	US	Registered	75/042937	01/16/96	2043154	3/11/97	Century
BOOSTER PAC	US	[Redacted]	[Redacted]	10/4/06	[Redacted]	[Redacted]	Century
[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]
[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]
BOOSTER PAC	US	[Denied, on appeal]	74/451390	10/21/93			Century
BUZ BOX & DESIGN	US	Registered	235790	10/19/79	1151586	4/21/81	Century
[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]
[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]	[Redacted]
CENTURY	US	Registered	75/405036	12/15/97	2280640	9/28/99	Century
CENTURY & DESIGN	US	Registered	73/068254	11/07/75	1077741	11/22/77	Century

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[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
MILES FROM HOME BUT NEVER ALONE	US	Registered	75/591040	11/13/98	2342787	4/18/00	Century	
[REDACTED]	[REDACTED]	[REDACTED]	114401	[REDACTED]	[REDACTED]	[REDACTED]	Century	
OUTPAC	US	Registered	75/057215	02/13/96	2043273	3/11/97	Century	
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	
POWERDISC	US	Registered	75/656647	04/06/95	1957934	2/20/96	Century	
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	
S.D. LEE & DESIGN	US	Registered	73/068260	11/07/75	1052772	11/16/76	Century	

SOLAR	US	Registered	75/405174	12/15/97	2367426	7/18/00	Century			
SOLAR & DESIGN	US	Registered	73/068255	11/07/75	1073464	9/20/77	Century			
TECH GUARD	US	Registered	75/634719	02/16/95	2044531	3/11/97	Century			
TOTE-MIG	US	Registered	73/601505	05/30/86	1422555	12/30/86	Century			
TRI STAR	US	Registered	73/290178	12/18/80	1176891	11/10/81	Century			
T-TECH TRANSMISSION SERVICE TECHNOLOGY	US	Registered	74725488	9/5/95	1996956	8/27/96	Century			

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (“Assignment”) is made effective as of the 15th day of October, 2001, by and between Clore Automotive, LLC, a Delaware limited liability company (hereinafter “Assignee”) and Century Mfg. Co., a Minnesota corporation (hereinafter “Assignor”).

WHEREAS, Assignor owns, has adopted, has used, is using or intends to use the marks identified on Schedule A attached hereto (the “Marks”), and owns the registrations and applications for registrations for the Marks set forth in Schedule A; and

WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement effective October 15, 2001 (“APA”) which provides for, among other things, the assignment of the Marks, and the registrations and applications for registration therefor, from Assignor to Assignee, together with all goodwill associated therewith, and all common law rights therein.

NOW, THEREFORE, in consideration of the mutual covenants and obligations contained herein and in the APA, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

Assignor does hereby sell, assign, and transfer to Assignee, its successors and assigns, all of its worldwide right, title, and interest, in and to said Marks, and all registrations and applications for registration therefor, including without limitation those registrations and applications for registration of the Marks as set forth in the attached Schedule A, together with any and all of the goodwill of the business symbolized by and associated with said Marks, and all income, royalties, fees, damages, and payments now or hereafter due or payable with respect thereto, and in and to any and all causes of action (either in law or in equity), and the right to enforce any rights and file any causes of action, including the right to recover damages, for any past, present, or future infringement, misappropriation and/or dilution of the Marks and any other rights assigned to Assignee under this Assignment.

And by this covenant Assignor agrees to execute or procure any further necessary assurance of title to said Marks, registrations and applications; and at any time, upon the reasonable request and at the expense of said Assignee, will execute and deliver any and all papers that may be necessary or desirable to perfect the title to said Marks, registrations and applications in Assignee, its successors, assigns or other legal representatives; and to make a record with any and all government agencies, authorities, courts, tribunals, or third parties, of the fact that Assignee owns all right, title and interest in and to the Marks, registrations, and applications, and any and all goodwill associated therewith, and that Assignor no longer has any right, title or interest, of any kind or nature, in or to the Marks.

CLORE AUTOMOTIVE, LLC

Attest:

[Signature]

By: [Signature]
Name: GUS D. HALAS
Title: PRESIDENT + C.E.O.

STATE OF MISSOURI)

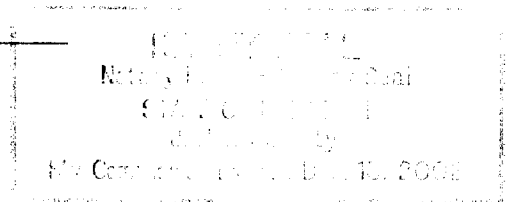
) ss.:

County of Jackson)

On this 15 day of ~~December~~ October, 2001, before me personally came Gus D Halas, to me personally known, who being duly sworn did say that he is the President & CEO of Clore Automotive, LLC, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and said Gus D Halas acknowledged said instrument to be the free act and deed of said corporation.

Kathy Neal
Notary Public

My commission expires 12-15-02



CENTURY MFG. CO.

Attest:

Michael J. Meyer

By: R. T. Rueb

Name: Roy T. RUEB

Title: TREASURER, SECRETARY

STATE OF MINNESOTA)

) ss.:

COUNTY OF RAMSEY)

On this 15th day of October, 2001, before me personally came Roy T. RUEB, to me personally known, who being duly sworn did say that he is the TREASURER, SECRETARY of Century Mfg. Co., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and said ROY T. RUEB acknowledged said instrument to be the free act and deed of said corporation.

Mary C. Drews
Notary Public

My commission expires JANUARY 31, 2005



SCHEDULE A

Assigned Trademarks

Mark	Nation	Status	App. No.	App. Date	Regis. No.	Regis. Date	Owner
GUARDIAN	US	Registered	76/123217	9/6/00	2490614	9/18/01	Century
ALL STAR	US	Registered	73/317367	07/02/81	1197766	6/15/82	Century
AUTO ON OFF & DESIGN	US	Registered	75/042937	01/16/96	2043154	3/11/97	Century
BOOSTER PAC	Australia			10/4/96			Century
BOOSTER PAC	United Arab Emirates	Unfiled					Century
BOOSTER PAC	France	Registered	95578303	06/28/95			Century
BOOSTER PAC	Canada				TMA377,669		Century
BOOSTER PAC	US	<i>[Denied, on appeal]</i>	74/451390	10/21/93			Century
BUZ BOX & DESIGN	US	Registered	235790	10/19/79	1151586	4/21/81	Century
CENTURY	Denmark	Registered	94482	03/01/82	118983	4/22/83	Century
CENTURY	Norway	Unfiled					Century
CENTURY	US	Registered	75/405036	12/15/97	2280640	9/28/99	Century
CENTURY & DESIGN	US	Registered	73/068254	11/07/75	1077741	11/22/77	Century

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LEADER OF THE PAC	Canada				8/20/96				Century
MILES FROM HOME BUT NEVER ALONE	Canada	Pending	1015207		01/01/00				Century
MILES FROM HOME BUT NEVER ALONE	Germany	Unfiled							Century
MILES FROM HOME BUT NEVER ALONE	France	Registered	99792419		05/17/99		99792419	10/29/99	Century
MILES FROM HOME BUT NEVER ALONE	Great Britain	Registered	2197420		05/14/99		2197420	11/12/99	Century
MILES FROM HOME BUT NEVER ALONE	Ireland	Registered	991623		05/13/99		213900	9/18/00	Century
MILES FROM HOME BUT NEVER ALONE	US	Registered	75/591040		11/13/98		2342787	4/18/00	Century
OPPOSITION	US	Pending	114491						Century
OUTPAC	US	Registered	75/057215		02/13/96		2043273	3/11/97	Century
PORTA-POWER	Canada								Century
POWERDISC	US	Registered	75/656647		04/06/95		1957934	2/20/96	Century
RESCUE PAC	Canada				8/20/96				Century
RESCUE PAC	Community Trademark	Registered	588574		06/09/97		588574	6/23/99	Century
S.D. LEE & DESIGN	US	Registered	73/068260		11/07/75		1052772	11/16/76	Century

SMART CLAMP	US	Unfiled							Century
SMART CLAMP & DESIGN	Community Trademark	Pending	001680487		05/29/00				Century
SOLAR	Denmark	Registered	6384		01/04/84		148787	5/13/97	Century
SOLAR	Great Britain	Registered	1160668		09/04/81		1160668	9/4/81	Century
SOLAR	US	Registered	75/405174		12/15/97		2367426	7/18/00	Century
SOLAR & DESIGN	US	Registered	73/068255		11/07/75		1073464	9/20/77	Century
SURVIVAL PAC	Canada				8/20/96				Century
TECH GUARD	US	Registered	75/634719		02/16/95		2044531	3/11/97	Century
TELL-A-CHARGER	Canada	Registered	494137		11/09/82		381630	7/22/83	Century
TOTE-MIG	US	Registered	73/601505		05/30/86		1422555	12/30/86	Century
TRI STAR	US	Registered	73/290178		12/18/80		1176891	11/10/81	Century
T-TECH TRANSMISSION SERVICE TECHNOLOGY	US	Registered	74725488		9/5/95		1996956	8/27/96	Century