

3/14

03-22-2002

TRADEMARKS ONLY



IN THE U



102027868

TRADEMARK OFFICE

IN RE APPLICATION/
REGISTRATION OF

: MBT Holding AG

FOR THE MARKS

: SNOW ROOF SYSTEMS BASEMENT
SEALER and SNOW ROOF
SYSTEMS POLAR CAP

3-11-02

REG. NOS.

: 2,356,627 and 2,287,580

REG. DATES

: June 13, 2000 and
October 19, 1999

ATTORNEY DOCKET NOS.

: KSI 0 0001

Cleveland, Ohio 44114-2518
February 27, 2002

RECORDATION FORM COVER SHEET

Commissioner of Patents
and Trademarks
Washington, DC 20231

Dear Sir:

Please record the attached original document or copy
thereof.

1. Name of conveying Party(ies):

MBT Holding AG

Entity:

___ Individual(s) ___ Association
___ General Partnership ___ Limited Partnership
X Corporation-State Switzerland
___ Other _____

2. Name and Address of receiving Party(ies):

Name: Kool Seal Acquisition LLC

Internal Address: _____

03/21/2002 LMUELLER 00000205 2356627

01 FC:481 40.00 OP
02 FC:482 25.00 OP

TRADEMARK
REEL: 002466 FRAME: 0642

Street Address: 1499 Enterprise Parkway

City: Twinsburg

State: Ohio ZIP: 44087-2241

Entity:

- Individual(s) citizenship Association
- General Partnership Limited Partnership
- Corporation-State Ohio Limited Liability Co.
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designation must be a separate document from Assignment.)

3. Nature of Conveyance:

- Assignment Change of Name
- Security Agreement Merger

Other _____

Execution Date: February 15, 2001

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

Additional sheet attached? Yes No

A. Trademark Appl. No.(s)

B. Trademark Reg. No.(s)

(SEE ATTACHED)

(SEE ATTACHED)

Additional numbers attached? Yes No

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

Name: James W. McKee

Firm: Fay, Sharpe, Fagan,
Minnich & McKee, LLP

Address: 1100 Superior Avenue
Seventh Floor

City: Cleveland

State: Ohio ZIP: 44114-2518

6. Total number of applications and registrations involved: 2

7. Total fee (37 C.F.R. 3.41): \$ 65.00

Enclosed--- The Commissioner is hereby authorized to charge any additional fees which may be required or credit any overpayment to Deposit Account No. 06-0308.

Authorized to be charge to deposit account

8. Deposit Account Number (attach duplicate copy of this form if paying by Deposit Account): _____

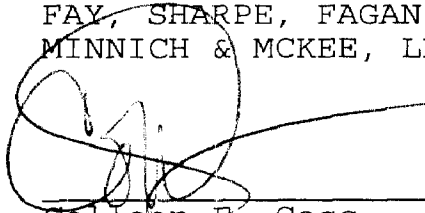
DO NOT USE THIS SPACE

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.

Respectfully submitted,

FAY, SHARPE, FAGAN,
MINNICH & MCKEE, LLP



February 27, 2002

Date

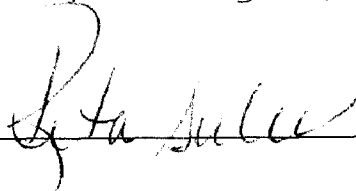
Colleen F. Goss
1100 Superior Avenue
Seventh Floor
Cleveland, OH 44114-2518
(216) 861-5582

Total number of pages including cover sheet, attachments, and document: 6

CERTIFICATE OF MAILING

I hereby certify that this RECORDATION FORM COVER SHEET (w/Schedule A) is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231, on February 27, 2002.

By



SCHEDULE A

Mark	Reg. No.	Reg. Date
SNOW ROOF SYSTEMS BASEMENT SEALER	2,356,627	June 13, 2000
SNOW ROOF SYSTEMS POLAR CAP	2,287,580	October 19, 1999

ASSIGNMENT OF TRADEMARKS

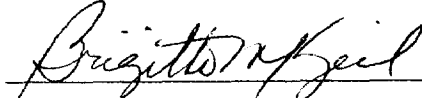
WHEREAS, MBT HOLDING AG, a Swiss company, with offices at Vulkanstrasse 110, CH-8048, Zurich, Switzerland (hereinafter referred to as "Assignor"), has adopted and used and is using the trademarks listed on the attached Schedule A annexed hereto and made a part hereof (the "Marks") which trademarks are registered or pending in the United States Patent and Trademark Office or the foreign patent and trademark offices of those countries delineated on the attached Schedule A, with Registration and Serial Numbers and dates of registration or application, as shown on Schedule A;

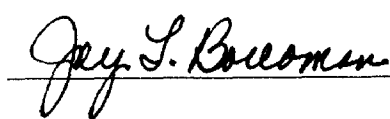
WHEREAS, KOOL SEAL ACQUISITION LLC, an Ohio limited liability company, with offices at 1499 Enterprise Parkway, Twinsburg, Ohio 44087-2241 (hereinafter referred to as "Assignee"), pursuant to that certain Asset Purchase Agreement, dated as of January 23, 2001 (the "Agreement") and a certain Bill of Sale and Assignment of Intellectual Property Rights of even date herewith, has been identified by KOOL SEAL, INC., an affiliate of Assignee and the Buyer under the Agreement as its Nominee to acquire all of Assignor's right, title, interest in and to the Marks and goodwill associated with the registrations/applications thereof which are set forth on Schedule A.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto the Assignee all rights, title and interest in and to the registrations and applications thereof listed on the attached Schedule A, together with the goodwill of the business symbolized by the Marks, all causes of action for past infringement thereof, and the registrations and applications thereof as set forth in Schedule A.

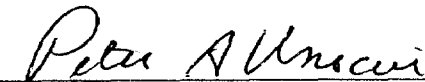
IN WITNESS WHEREOF, MBT Holding AG has executed this Assignment by its duly authorized representative, acting pursuant to a power of attorney, on this 15th day of February, 2001.

WITNESSES:





MBT HOLDING AG

By: 

Name: Peter A. Vinocur
Title: Authorized Representative
pursuant to a written
Power of Attorney