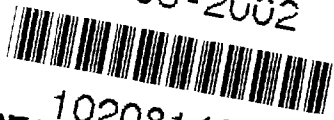


5/2/02



05-08-2002



102081404

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

J.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):

Crane Co.

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

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

2. Name and address of receiving party(ies)

Name: Industrial Motion Control, LLC

Internal Address:

Street Address: 1444 South Wolf Road

City: Wheeling State: IL Zip: 60090

- 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: September 26, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,017,302

Additional number(s) attached Yes No

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

Name: Rakesh Patel, Esq.

Internal Address: Kaye Scholer LLP

Street Address: 425 Park Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

21

7. Total fee (37 CFR 3.41) \$ 540.00

- 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.

Johanne R. Rémy

Name of Person Signing

Signature

DATE MAY 2, 2002

Date

Total number of pages including cover sheet, attachments, and document: 4

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

APPENDIX A.

Trademarks:

<u>Mark</u>	<u>Countries</u>	<u>Registration No.</u>	<u>Filing Date</u>	<u>Status</u>
CAMTROL	USA	1,017,302	6/13/61	Active
ELECTRO-DEX	USA	1,216,484	11/16/82	Active
FERGUSON	USA	2,151,693	4/21/98	Active
FERGUSON & F DESIGN	Benelux Countries	311,279	—	Active
INTERMITTER	USA	629,935	7/3/56	Active
INTERMITTER	Benelux Countries	311,325	—	Active
INTERMITTER	Canada	120,681	—	Active
PARA-DEX	USA	913,064	6/8/71	Active
PARA-DEX	Japan	1,455,979	—	Active
PER-MAGNA	USA	997,898	11/12/74	Active
PICKOMATIC	USA	1,026,570	12/9/75	Active
RITE-TORQUE	USA	1,014,009	6/24/75	Active
THE FERGUSON DRIVE	USA	1,015,651	7/15/75	Active
TRANS-O-MATOR	USA	625,265	4/17/56	Active
TRANS-O-MATOR	Benelux Countries	311,246	5/26/72	Active
TRANS-O-MATOR	Canada	120,604	—	Active
GYROSCOPE DESIGN	USA	2,299,707	12/14/99	Active
SENTRY	USA	2,339,188	4/4/00	Active
TITAN	USA	2,362,976	6/27/00	Active
GUARDIAN	USA	2,409,535	11/28/00	Active
PINNACLE	USA	2,424,131	1/22/01	Active

TRADEMARK ASSIGNMENT

This Trademark Assignment, made and entered into this 26th day of September, 2001, by and between Crane Co., a Delaware Corporation, having an office at 100 Stamford Place, Stamford, Connecticut 06902, herein after referred to as **CRANE**, and Industrial Motion Control, LLC, a Limited Liability Company organized under the laws of the State of Delaware, and having a office at 1444 S. Wolf Road, Wheeling, Illinois 60090, herein after referred to as **THE COMPANY**.

Whereas **CRANE** and **IMC, Industrial Motion Control Holdings, L.L.C., Crane International Holdings, Inc., Emerson Electric Co., and Emerson Electric U.K. Limited** have entered into the Crane Contribution Agreement, dated the 26th day of September, 2001, wherein **CRANE** has agreed to transfer the intellectual property rights of the Ferguson Company, a division of **CRANE**, to **THE COMPANY**, in a manner as hereinafter set forth.

In consideration thereof, and for consideration received, **CRANE** herein assigns all right, title and interest in and to select trademark registrations, both domestic and foreign, as identified and appended hereto in Exhibit A, and included in this assignment is the transfer of the trademarks, their registrations, and the goodwill symbolized by the usage of said trademarks; the further consideration for the transfer herein being that as set forth in the Crane Contribution Agreement, and for the further consideration of One Dollar (\$1.00), receipt of which is hereby acknowledged; and **CRANE** herein agrees to execute any further documentation required to complete the assignment and recording of the transfer of said trademarks, and their registrations, to **THE COMPANY** herein; and **CRANE** further agrees to cooperate with **THE COMPANY** in the enforcement of

said trademarks, without cost to **CRANE**, and further authorizes **THE COMPANY** to prosecute any suit for trademark infringement, that may have previously occurred hereto, and to recover and collect any damages assessed and due from any adjudicated infringer.

This Assignment was executed as of the date and year above set forth.

Assignor:
CRANE CO.

By: T. J. Ungerland ASST Sec
Name T. J. Ungerland Title Assistant Secretary

Assignee:
Industrial Motion Control, LLC,

By: Robert R. Kile VP Finance
Name Robert R. Kile Title VP of Finance

STATE OF CONNECTICUT)
) ss: Stamford 12/7/01
COUNTY OF FAIRFIELD)

Before me personally appeared T. J. Ungerland being the identified officer of CRANE CO., who has subscribed and has sworn to the contents of this Assignment as of this 7th day of December, 2001.

[SEAL]

Lenora Rowser
Notary Public

My Commission Expires: LENORA ROWSER

NOTARY PUBLIC
MY COMMISSION EXPIRES DEC. 31, 2004