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



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102108701

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

1. Name of conveying party(ies):

QUALITY STORES, INC.

5.28.02

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

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

3. Nature of conveyance:

- [X] Assignment Merger Security Agreement Change of Name Other

Execution Date: May 13, 2002

2. Name and address of receiving party(ies)

Name: ALAMO GROUP (DM) INC.

Internal Address: 1502 E. Walnut

Street Address: 1502 E. Walnut

City: Seguin State: TX Zip: 78155

- Individual(s) citizenship Association General Partnership Limited Partnership [X] Corporation-State Nevada 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)

B. Trademark Registration No.(s) 1,801,863

Additional number(s) attached Yes No

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

Name: Julie C. Perez

Internal Address:

Street Address: 711 Navarro, Sixth Floor

City: San Antonio State: TX Zip: 78205

6. Total number of applications and registrations involved:

1

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

- [X] Enclosed Authorized to be charged to deposit account

8. Deposit account number:

N/A

DO NOT USE THIS SPACE

9. Signature.

Robert H. George, Vice Pres.

Name of Person Signing

Signature

5/20/02 Date

Total number of pages including cover sheet, attachments, and document: 3

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

OFFICE OF RECORDS FINANCE SECTION 2002 MAY 28 AM 8:56

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TRADEMARK REEL: 002516 FRAME: 0806

ASSIGNMENT

WHEREAS, Quality Stores, Inc., a Delaware corporation, having a principal place of business at 5000 Hakes Drive, Suite 500, Muskegon, Michigan 49441 (hereinafter referred to as "Assignor"), has adopted, used and is using a mark in the United States, known as "Valu-Bilt," which is registered in the United States Patent and Trademark Office, Registration No. 1,801,863, dated November 2, 1993 (the "Mark"); and

WHEREAS, Alamo Group (DM) Inc., a Nevada corporation and a permitted assignee of Alamo Group (IA) Inc., having a principal place of business at 1502 East Walnut, Seguin, Texas 78155 (hereinafter referred to as "Assignee"), desires to acquire the Mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency whereof are hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee, its successors and assigns, all right, title and interest in and to the Mark, including the right to sue and recover for past infringement thereof, together with the goodwill of the business associated with the Mark, and the above-identified registration thereof, to be held and enjoyed by Assignee for its own use and behalf, and for its successors and assigns, as fully and entirely as the same would have been held by said Assignor had this Assignment and sale not been made.

Assignor authorizes the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner of the Mark in the United States. To the extent any provision hereof is inconsistent with that certain asset purchase agreement by and between Assignor and Alamo Group (IA) Inc., dated February 19, 2002 (the "Purchase Agreement"), the provisions of the Purchase Agreement will prevail.

Assignor hereby warrants that it is the owner of the entire right, title and interest in and to the Mark and registration thereof, and that it has not heretofore made any assignment with respect thereto.

IN WITNESS WHEREOF, Quality Stores, Inc. has on this 10th day of May, 2002, caused these presents to be executed by its duly authorized officer.

Quality Stores, Inc.

By:

Thomas Reimbach

Its: EVP + CFO

State of Michigan §  
County of Muskegon §

On this 13 day of May, 2002, before the undersigned officer, personally appeared Thomas Reimbach who acknowledged himself to be EVP + CFO of Quality Stores, Inc., a Delaware corporation, and that he, as such EVP + CFO being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as Thomas Reimbach

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Tracy Greer  
NOTARY PUBLIC

TRACY GREER  
NOTARY PUBLIC STATE OF MICHIGAN  
MUSKEGON COUNTY  
MY COMMISSION EXP. JULY 21, 2004

