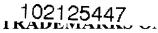
06-18-2002





U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): TM Industrial Supply, Inc. 5 - 23 - 32 Individual(s) Association General Partnership Limited Partnership X Corporation-State 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: November 17, 1995	2. Name and address of receiving party(ies) Name:Counterflow, Inc. Internal Address: Street Address: State: PAZIP:	
4. Application number(s) or Registration number(s):		
A. Trademark Application No.(s)	B. Trademark Registration No.(s) 1,936,575, Registered on November 21, 1995	
Additional numbers attached? If Yes, X No		
Name and address of party to whom correspondence concerning document should be mailed:	Total number of applications and registrations involved: 1	
	7. Total fee (37 CFR 3.41)\$ 40.00	
Name: Russell D. Orkin	X Enclosed \$40.00 enclosed	
Internal Address: Webb Ziesenheim Logsdon	Authorized to be charged to deposit account	
Orkin & Hanson, P.C.	8. Deposit account number:	
Street Address: 700 Koppers Building	(Attach triplicate copy of this page if paying by deposit account)	
436 Seventh Avenue	THE REPORT OF THE PARTY OF THE	
City: Pittsburgh State: PA ZIP: 15219-1818		
DO NOT USE THIS SPACE 05-23-2002		
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. Russell D. Orkin Reg. No. 25,363 Name of Person Signing U.S. Patent & TMOfc/TM Mail Rept Dt. #86 U.S. Patent & TMOfc/TM Mail Rept Dt. #86 Date		

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TRADEMARK
REEL: 002527 FRAME: 0394



TRADEMARK ASSIGNMENT

WHEREAS, TM INDUSTRIAL SUPPLY, INC., of 1432 Walnut Street, Erie, Pennsylvania 16502, has adopted and is using the mark "COUNTERFLOW and Design" for which they have filed application in the United States Patent and Trademark Office for registration, Serial No. 74/522,947; and

WHEREAS, COUNTERFLOW, INC., of 310 East 30th Street, Erie, Pennsylvania 16504, is desirous of acquiring said mark;

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, receipt of which is hereby acknowledged, said TM INDUSTRIAL SUPPLY, INC. does hereby assign unto the said COUNTERFLOW, INC. all rights, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above-identified application for registration of said mark.

The Commissioner of Patents and Trademarks is requested to issue the certificate of registration to said assignee.

Signed at	THE OFFICES OF TM WOUSTRING SMY, ME, thi	s day of
NOVEMBER	, 1995.	

RECORDED: 05/23/2002

TM INDUSTRIAL SUPPLY, INC.

Name: Carl A. Steiner

Title: President

TRADEMARK REEL: 002527 FRAME: 0395