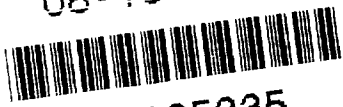


08-19-2002



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

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

1. Name of conveying party(ies): The Irwin Company 8-14-02
Individual(s) Association General Partnership Limited Partnership Corporation-State Ohio Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: American Tool Companies, Inc. Internal Address: Street Address: 701 Woodlands Parkway City: Vernon Hills State: IL Zip: 60061
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Ohio 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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other
Execution Date: August 13, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1600362 1331736
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 12

5. Name and address of party to whom correspondence concerning document should be mailed: Name: John M. Wilke Internal Address: American Tool Companies, Inc. Street Address: 701 Woodlands Parkway City: Vernon Hills State: IL Zip: 60061

7. Total fee (37 CFR 3.41): \$ 315 Enclosed Authorized to be charged to deposit account

8. Deposit account number: 501102 (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. John M. Wilke Signature August 13, 2002 Date
Total number of pages including cover sheet, attachments, and document: 8

08/16/2002 LHMELLER 00000216 501102 1600362 01 FD:481 40.00 CH 02 FC:482 275.00 CH

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

TRADEMARK REEL: 2564 FRAME: 0806

Registration  
Number

1417201  
0065244  
0513704  
1404638  
1108405  
0164103  
1410174  
1802558  
0714714  
1799958

**TRADEMARK ASSIGNMENT**

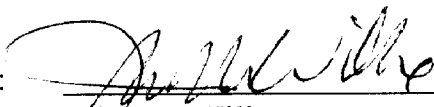
WHEREAS, THE IRWIN COMPANY, a corporation of the State of Ohio, having a place of business at 92 Grant Street, Wilmington Ohio 45177, United States of America, has adopted and is the owner of the trademark registrations in the United States Patent and Trademark Office set forth on Schedule A attached hereto, (hereinafter "Trademarks"); and

WHEREAS, AMERICAN TOOL COMPANIES, INC., a corporation of the State of Delaware, having a place of business at 701 Woodlands Parkway, Vernon Hills, Illinois 60061, United States of America, is desirous of acquiring said Trademarks and registrations thereof,

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, The Irwin Company, hereby assigns to American Tool Companies, Inc. all rights, title and interest in and to said Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the registrations thereof,

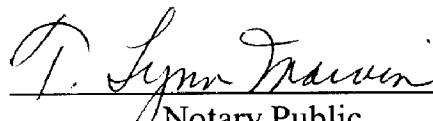
IN WITNESS WHEREOF, the owner has executed this assignment this 13<sup>th</sup> day of August, 2002.

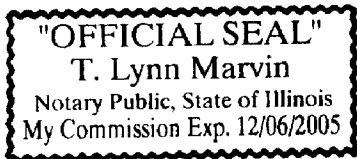
**THE IRWIN COMPANY**

By:   
John M. Wilke  
Title: Assistant Secretary

State of Illinois        )  
                                  ) ss.  
County of Cook        )

Subscribed and sworn to before me this 13<sup>th</sup> day of August, 2002.

  
Notary Public



SCHEDULE A

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
2000	1600362	June 12, 1990
ACE HANSON	1331736	April 23, 1985
HANSON	1417201	November 18, 1986
IRWIN	0065244	September 17, 1907
IRWIN	0513704	August 16, 1949
IRWIN & DESIGN	1404638	August 12, 1986
MARATHON	1108405	December 12, 1978
SPEEDBOR	0164103	February 13, 1923
SPEED-LINE	1410174	September 23, 1986
SPRINT	1802558	November 2, 1993
STRAIT-LINE & DESIGN	0714714	May 2, 1961
TURBOMAX	1799958	October 19, 1993

**TRADEMARK ASSIGNMENT**

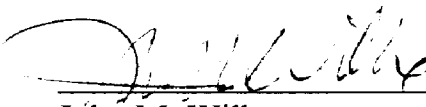
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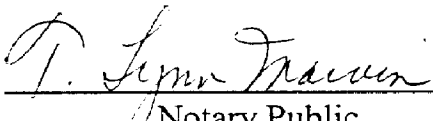
IN WITNESS WHEREOF, the owner has executed this assignment this 13<sup>th</sup> day of August, 2002.

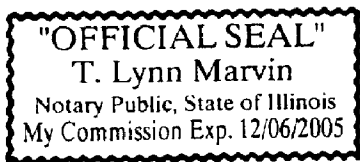
**THE IRWIN COMPANY**

By:   
John M. Wilke  
Title: Assistant Secretary

State of Illinois        )  
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