

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Cummins Engine Company, Inc.

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: October 1, 2000

2. Name and address of receiving party(ies):

Name: Cummins Engine IP, Inc.

Street Address: 1400 73rd Ave NE Minneapolis, MN 55432

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [ ] Yes [X] No

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

A. Trademark Application No.(s) 75,878,264

Table with 2 columns: Trademark registration No.(s) and values: 2,484,469, 2,048,808, 1,543,190, 1,377,888, 1,353,715, 1,124,765, 860,428, 615,491, 2,576,927, 1,963,278, 1,514,858, 1,378,014, 1,309,696, 1,090,272, 800,956, 579,346, 2,052,227, 1,907,115, 1,353,721, 1,340,575, 1,349,171, 1,093,447, 626,901

Additional numbers attached? [ ] Yes [X] No

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

Name: Charles E. Steffey

Internal Address: 1512.000001 Schwegman, Lundberg, Woessner & Kluth, P.A. P.O. Box 2938 Minneapolis, MN 55402-0938

6. Total number of applications and registrations involved: 24

7. Total fee (37 CFR 3.41): \$ 615.00

- Enclosed, Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 19-0743

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.

Charles E. Steffey Name of Person Signing

Handwritten signature of Charles E. Steffey

October 29, 2002 Date

Total number of pages including cover sheet: 4

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 2569 FRAME: 0881

**BILL OF ASSIGNMENT**

Made this 1<sup>st</sup> day of October 2000, from Cummins Engine Company, Inc., a Indiana corporation ("Seller"), to Cummins Engine IP, Inc., a Delaware corporation ("Buyer").

WHEREAS, Seller wishes to better manage its intellectual property and to enhance the value of its trademarks, service marks, patents, trade secrets and other intellectual property,

WITNESSETH:

FOR AND IN CONSIDERATION OF One Hundred shares of Buyer's Common Stock, Seller has agreed to transfer unto Buyer those assets listed in Attachment A and Attachment B hereto (the "Acquired Assets").

NOW, THEREFORE, KNOW ALL PERSONS BY THESE PRESENTS, that for and in consideration of the premises and other good and valuable consideration to it in hand paid, the receipt and sufficiently of which is hereby acknowledged, Seller has conveyed, granted, sold, transferred, assigned, and set over, and by these presents does hereby grant, sell, convey, transfer, assign and set over to Buyer, its successors and assigns, TO HAVE AND TO HOLD FOREVER, including, without limitation, all right, title and interest of Seller in and to the Acquired Assets.

The foregoing transfer is made upon the following express conditions:

Indemnification: Buyer agrees to indemnify and hold Seller harmless from and against any claims arising from Buyer's ownership or use of the Acquired Assets.

As-Is: The Acquired Assets are sold on the basis of as-is-where-in.

INESS WHEREOF, Seller and Buyer have executed this on the date and year first set forth above.

CUMMINS ENGINE COMPANY, INC.

By: Mark R. Gerstle  
Mark R. Gerstle  
Vice President - Cummins  
Business Services, General  
Counsel and Secretary

CUMMINS ENGINE IP, INC.

By: Paul H. Plahn  
Paul H. Plahn  
President

## Attachment B

| WORD MARK       | SERIAL NO. | REG. NO.              |           |
|-----------------|------------|-----------------------|-----------|
| POWERING PEOPLE | 75878264   |                       | CUMMINS ✓ |
| SMARTPOWER      | 75830982   | 2484469               | CUMMINS ✓ |
| 1-800-DIESELS   | 75379665   | <del>22</del> 2576927 | CUMMINS ✓ |
| CEALASTIC       | 75041627   | 2052227               | CUMMINS ✓ |
| SMARTPOWER      | 75025420   | 2048808               | CUMMINS ✓ |
| TRITECH         | 74659584   | 1963278               | CUMMINS ✓ |
| CENTRY          | 74399459   | 1907115               | CUMMINS ✓ |
| PREMIUM BLUE    | 73744841   | 1543190               | CUMMINS ✓ |
| NOW             | 73707307   | 1514858               | CUMMINS ✓ |
| GEN-PAC         | 73512424   | 1353721               | CUMMINS ✓ |
| BIG CAM         | 73506239   | 1377888               | CUMMINS ✓ |
| BIG CAM         | 73506232   | 1378014               | CUMMINS ✓ |
| UPRATE          | 73505863   | 1340575               | CUMMINS ✓ |
| UP RATE         | 73505848   | 1353715               | CUMMINS ✓ |
|                 | 73456037   | 1309696               | CUMMINS ✓ |
|                 | 73456036   | 1349171               | CUMMINS ✓ |
| C CUMMINS       | 73164899   | 1124765               | CUMMINS ✓ |
| C CUMMINS       | 73118219   | 1090272               | CUMMINS ✓ |
| VMS             | 73118183   | 1093447               | CUMMINS ✓ |
| FRIGIKING       | 72267233   | 860428                | CUMMINS ✓ |
| RECON           | 72216486   | 800956                | CUMMINS ✓ |
| PT              | 71679084   | 626901                | CUMMINS ✓ |
|                 | 71669748   | 615491                | CUMMINS ✓ |
| CUMMINS         | 71628850   | 579346                | CUMMINS ✓ |