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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)



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

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

1. Name of conveying party(ies):

ArvinMeritor Technology, LLC

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

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

2. Name and address of receiving party(ies)

Name: AxleTech International IP Holdings, LLC

Internal

Address:

Street Address: 2135 West Maple Road

City: Troy State: MI Zip: 48084

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Michigan 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/30/02

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

A. Trademark Application No.(s) 76403300

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name:

Internal Address:

RETURN TO:
FEDERAL RESEARCH CORP
1030 15TH STREET NW

Street Address: **SUITE 920**
WASHINGTON DC 20005

City: State: Zip:

6. Total number of applications and registrations involved:

1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Sharon S. Patterson
Name of Person Signing

Sharon S. Patterson
Signature

1/6/03
Date

Total number of pages including cover sheet, attachments, and document: 2

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

01/08/2003 6TON11 00000062 76403300

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TRADEMARK
REEL: 2643 FRAME: 0466

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, ArvinMeritor Technology, LLC, ("Assignor") a corporation organized under the laws of the State of Delaware, owns the trademark and trademark registration identified as Serial No. 76/403,300 in the United States Patent and Trademark Office ("XTL Trademark"); and,


WHEREAS, AxleTech International IP Holdings, LLC, ("Assignee") a Michigan limited liability corporation, is the successor to the ongoing and existing portion of the business of Assignor in which the XTL Trademark is used; and

WHEREAS, Assignee desires to obtain all of Assignor's right, title, and interest in and to the XTL Trademark.

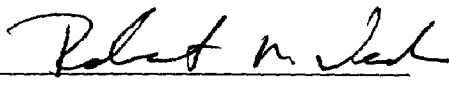
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title and interest in and to the XTL Trademark, the right to recover for any and all past infringements of the XTL Trademark, and the goodwill of the business in connection with which the XTL Trademark is used.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed as of this 30th day of Dec., 2002.

ArvinMeritor Technology, LLC

By: 
Name: S. Carl Soderstrom, Jr.
Title: President

AxleTech International IP Holdings, LLC

By: 
AxleTech International Holdings, Inc., as Sole Member
Name: Robert M. Vedra
Title: President, Secretary and Treasurer

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