


01-15-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings $\Rightarrow \Rightarrow \Rightarrow$	REC  102338297	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
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To the Honorable Commissioner of Patents and Trademarks: Please receive original documents or copy thereof.

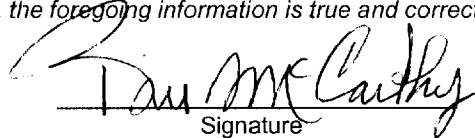
1. Name of conveying party(ies): PROVEN PUMPS CORPORATION <div style="text-align: right; font-size: 2em; margin-right: 50px;">1-10-03</div> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ California Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: LITTLE GIANT PUMP COMPANY Internal Address: P.O. Box 12010 Street Address: _____ City: Oklahoma City State: OK Zip: 73157-2010 <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Oklahoma <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: October 3, 2002	OFFICE OF PUBLIC RECORDS 2003 JAN 10 PM 4:01 FINANCE SECTION

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/430,852	B. Trademark Registration No.(s) Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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5. Name and address of party to whom correspondence concerning document should be mailed: Name: Bill D. McCarthy Internal Address: Fellers, Snider et al. Street Address: Bank One Tower, 100 North Broadway, Suite 1700 City: Oklahoma City State: OK Zip: 73102-8820	6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41).....\$ 40.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: 06-0540 (if additional fees required) (Attach duplicate copy of this page if paying by deposit account)
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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. Bill D. McCarthy, Reg. No. 26,772 Name of Person Signing	 Signature 1/10/2003 Date
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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

Deposited on January 10, 2003

TRADEMARK ASSIGNMENT

WHEREAS, Proven Pumps Corporation, a California corporation, with its principal place of business at 1309 West Sepulveda Boulevard, Torrance, California 90501 ("Assignor"), has adopted, owns and is using the marks PROVEN PUMPS and PONY PUMPS (collectively the "Marks"); and

WHEREAS, Assignor has applied to register the PROVEN PUMPS Mark on the Principal Register of the United States Patent and Trademark Office as Serial No. 76/430852 for "marine and utility flexible impeller pumps, compact submersible centrifugal pumps, submersible pumps, centrifugal in-line pumps, fountain pumps," filed on July 15, 2002; and

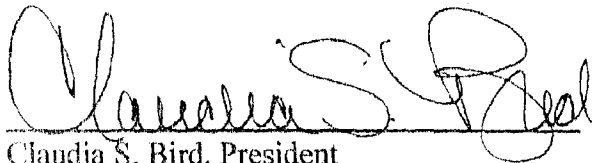
WHEREAS, Assignor has applied to register the PONY PUMP Mark on the Principal Register of the United States Patent and Trademark Office as Serial No. 76/430784 for "marine and utility flexible impeller pumps." filed on July 15, 2002; and

WHEREAS, Little Giant Pump Company, an Oklahoma corporation, with its principal place of business at 3810 North Tulsa Street, Oklahoma City, Oklahoma 73112 ("Assignee"), desires to acquire the Marks, the above-referenced applications therefor, and accompanying goodwill in connection with the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee all

is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee all right, and interest in and to each of the Marks, together with the goodwill of the business olized by the Marks, and the pending applications for registration.

PROVEN PUMPS CORPORATION

A handwritten signature in black ink, appearing to read 'Claudia S. Bird', written over a horizontal line.

Claudia S. Bird, President

ective as October 3, 2002.