



01-16-2003

FOURTH RECORDING



102339397

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

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): HAGEMEYER NORTH AMERICA, INC.

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

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

3. Nature of conveyance:

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

Execution Date: 12/31/2002

2. Name and address of receiving party(ies)

Name: HNA HOLDCO, INC.

Internal Address: Attn: General Counsel

Street Address: 11680 Great Oaks Way

City: Alpharetta State: GA Zip: 30022

- Individual(s) citizenship
- 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  No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s) 76190368, 76422841, 76442041, 76422622, 76444455, 76444456, 76408117

B. Trademark Registration No.(s) 2616609

Additional number(s) attached  Yes  No

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

Name: Maria T. Hauser

Internal Address: Hagemeyer North America, Inc.

Street Address: 11680 Great Oaks Way

City: Alpharetta State: GA Zip: 30022

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41) \$ 290.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Jeff Rosenberg, Asst. Secretary

Name of Person Signing

Signature

01-08-03

Date

Total number of pages including cover sheet, attachments, and document: 5

01/15/2003

DBYRNE

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01 FC:8521  
02 FC:8522

40.00 OP  
250.00 OP

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

**Recordation Form Cover Sheet**

Hagemeyer North America, Inc. - Conveying Party

HNA Holdco, Inc. - Receiving Party

4a. Trademark Application Numbers (continued):

76413262

76422839

76391815

## TRADEMARK ASSIGNMENT

WHEREAS, HAGEMEYER NORTH AMERICA, INC., a Delaware corporation having its principal place of business at 11680 Great Oaks Way, Alpharetta, Georgia 30022 (hereinafter, "ASSIGNOR"), is the owner of all common law rights in the trademarks listed on the attached Schedule 1 (hereinafter, the "Trademarks") and adopted and used by the ASSIGNOR in its business; and

WHEREAS, HNA HOLDCO, INC., a Delaware corporation, having its principal place of business at 11680 Great Oaks Way, Alpharetta, Georgia 30022 (hereinafter "ASSIGNEE"), is desirous of obtaining the entire right, title and interest in, to and under the aforesaid Trademarks;

1. NOW, THEREFORE, for good and valuable consideration received by ASSIGNOR, ASSIGNOR hereby sells, assigns, transfers, and sets over unto the said ASSIGNEE the Trademarks, together with the goodwill of ASSIGNOR'S business connected with the use thereof and symbolized by the Trademarks, the entire right, title, and interest in and to the Trademarks, for its own use and the benefit of its successors, and assigns.

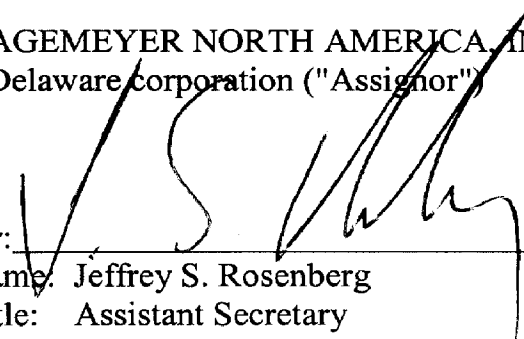
2. ASSIGNOR agrees that it will cause to be prepared, signed and filed all lawful papers and make all rightful required to perfect and record title to the Trademarks in the United States Patent and Trademark Office.

3. ASSIGNEE shall retain the exclusive right to bring and maintain actions for, and to settle, release and compromise claims for infringement of, the Trademarks occurring prior to the date hereof and to retain the proceeds thereof.

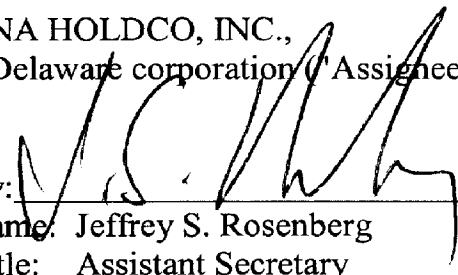
4. Except as otherwise expressly provided herein, no obligation is hereby assumed by either ASSIGNOR or ASSIGNEE to maintain, prosecute, enforce, litigate concerning, assert or defend the Trademarks or to file any document with respect thereto.

IN WITNESS WHEREOF, the undersigned have caused these presents to be signed by their respective officers thereunto duly authorized as of 3:30 p.m. E.S.T. on the 31st day of December, 2002.

HAGEMEYER NORTH AMERICA, INC.,  
a Delaware corporation ("Assignor")

By:   
Name: Jeffrey S. Rosenberg  
Title: Assistant Secretary

HNA HOLDCO, INC.,  
a Delaware corporation ("Assignee")

By:   
Name: Jeffrey S. Rosenberg  
Title: Assistant Secretary

**SCHEDULE 1****US TRADEMARK APPLICATIONS**

<b>Marks</b>	<b>Application No.</b>	<b>Application Date</b>
B-T-B	76/190368	01/05/2001
CAMBAR (Design)	76/422841	06/19/2002
BE-THE-BEST	76/442041	08/21/2002
MMSI	76/422622	06/19/2002
M2S2	76/444455	08/28/2002
MASTER MIND SAFETY SOLUTIONS	76/444456	08/28/2002
TECH-CARE	76/408117	05/13/2002
VALLEN	76/413262	05/23/2002
VALLEN (stylized)	76/422839	06/19/2002
VALUE PLUS	76/391815	04/03/2002

**US TRADEMARK REGISTRATIONS**

<b>MARK</b>	<b>Registration No.</b>	<b>Registration Date</b>
TECH-CARE	2,616,609	07/18/2000