

RE



102405815

To the Honorable Commissioner of Patents and Trademarks, original documents or copy thereof.

1. Name of conveying party(ies): **3-27-03**
 Name: The Marley Company

Individual(s) Association
 General Partnership Limited Partnership
 Corporation: Delaware
 Corporation of Canada
 Other

Date of execution of attached Document: January 7, 2003
 Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):
 Name: The Marley-Wylain Company
 Street Address: 1900 Johnson Drive
 City: Mission Woods State/Country: Kansas ZIP: 66205

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/086,319; 76/086,318; and 76/086,316

B. Trademark Registration Number(s): 669,281; 1,059,855; 1,692,770; and 2,623,622

Additional numbers attached? Yes No.

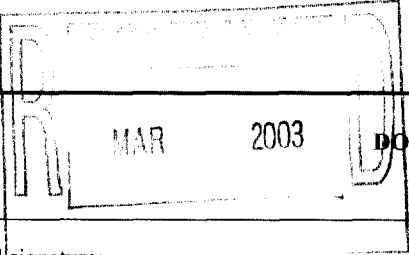
5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John H. Weber
 Internal Address: BAKER & HOSTETLER, LLP
 Washington Square, Suite 1100
 1050 Connecticut Avenue, N.W.
 Washington DC 20036-5304

6. Total number of applications and registrations involved:..... 7

7. Total fee (37 CFR 3.41)..... \$190
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-2036
 Atty. Dkt. No.: 87359-0002; -4; -7; -8; -9; -10; 16
 (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.

Kenneth H. Oh [Signature] March 27, 2003
 Name of Person Signing Signature Date

03/31/2003 LNUELLER 00000079 76086319
 01 FC:0521 40.00 DP
 02 FC:0522 150.00 DP

Total number of pages comprising cover sheet:

ASSIGNMENT

WHEREAS, The Marley Company, a U.S.A. Delaware corporation having an address of 2300 One First Union Center, Charlotte, North Carolina 28202, U.S.A. (formerly having an address of 1900 Shawnee Mission Parkway, Mission Woods, Kansas 66205, U.S.A.) (hereinafter "Assignor"), is the owner of the trademarks along with the registrations and/or applications to register same as set forth in Schedule A and patents and/or patent applications as set forth in Schedule B (hereinafter referred to collectively as "Assignor's Intellectual Property"); and

WHEREAS, The Marley-Wylain Company, a U.S.A. Delaware corporation having an address of 1900 Johnson Drive, Mission Woods, Kansas 66205, U.S.A., (hereinafter "Assignee"), is desirous of acquiring Assignor's Intellectual Property.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known, that for good and valuable consideration, the sum of One Dollar paid in hand, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

Assignor hereby assigns to Assignee, the entire right, title, and interest in and to Assignor's Intellectual Property, the same to be held and enjoyed by the Assignee for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or other legal representation. Assignor further assigns to Assignee all the right to sue for past, present, and future infringements, and all rights corresponding thereto throughout the world for Assignor's Intellectual Property.

This Assignment shall be binding upon the parties, their successors and/or assignees, and all other acting by, through, with, or under their direction, and all those in privity therewith.

IN WITNESS WHEREOF, the said Assignor and Assignee have hereunto set their hand and affixed their corporate seal.

ASSIGNOR

The Marley Company

Date: January 7, 2003

By: _____

Christopher J. Kearney
Executive Vice President and
Secretary

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WITNESSES

Date: January 7, 2003

By: Lydia H. Myrick

Date: January 7, 2003

By: Maurice A. Wiland

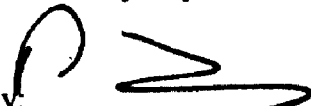
Notary: Linda A Kardos

Date: Jan 7, 2003

My commission expires:
12/1/07

ASSIGNEE

The Marley-Wylain Company

By: 
Patrick J. O'Leary
Executive Vice President

Date: January 7, 2003

WITNESSES

Date: Jan. 7, 2003

By: Lydia H. Myrick

Date: January 7, 2003

By: Maurice A. Wiland

Notary: Linda A Kardos

Date: Jan. 7, 2003

My commission expires:
12/1/07

SCHEDULE A

Trademark Name	Country Name	Application No	Registration No
MILWAUKEE THERMOFLO & DESIGN	United States of America		669,281
THERMOFLO	United States of America	76/086,319	
WEIL-MCLAIN	United States of America		1,059,855
WEIL-MCLAIN	Australia		729465
WEIL-MCLAIN	Hungary		144728
WEIL-MCLAIN	Poland		98543
WEIL-MCLAIN	Czech Republic		191432
WEIL-MCLAIN	United States of America		1,059,855
WEIL-MCLAIN GOLD	United States of America		1,692,770
WILLIAMSON	United States of America		2,623,622
WILLIAMSON AND DESIGN	United States of America	76/086,318	
WILLIAMSON THERMOFLO	United States of America	76/086,316	

SCHEDULE B

<u>Patent Number</u>	<u>Country</u>	<u>Title</u>
5,062,354	United States	Side Wall Vent/Air Termination Unit For Boilers
5,109,806	United States	Premix Boiler Construction
5,203,689	United States	Premix Boiler Construction