

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

<p>1. Name of conveying party(ies): <b>T-H Licensing Inc.</b></p> <p><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 <b>Delaware</b>  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <b>Fairfield Manufacturing Co.</b> Internal <b>Inc.</b> Address: _____ Street Address: <b>U. S. Route 5Z South</b> <b>Lafayette Indiana 47903</b> City: _____ State: _____ Zip: _____</p> <p><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 <b>Indiana</b>  <input type="checkbox"/> Other _____</p> <p>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) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>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 checked="" type="checkbox"/> Other <b>Resubmission of 9/4/2003</b>  Execution Date: <b>700042850 Assignment</b>  <b>Cover Sheet/Assignment</b></p>	
<p>4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  <b>Serial No. 76/370017</b></p>	<p>B. Trademark Registration No.(s) <b>831,396</b>  <b>949,279</b>  <b>1,324,068</b>  <b>1,668,232</b></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <b>Kenneth L. Mitchell</b>  Internal Address: _____  _____  Street Address: <b>9213 Chillicothe Road</b>  _____  City: <b>Kirtland</b> State: <b>Ohio</b> Zip: <b>44094</b></p>	<p>6. Total number of applications and registrations involved: <b>5</b></p> <p>7. Total fee (37 CFR 3.41).....\$ <b>140</b>  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:  <b>23-3060</b></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
<p align="center"><b>DO NOT USE THIS SPACE</b></p> <p>9. Statement and signature. <b>703-306-5995 (Faxed)</b>  <i>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.</i></p> <p><b>Kenneth L. Mitchell</b>      <i>Kenneth L. Mitchell</i>      <b>September 17, 2003</b>  Name of Person Signing      Signature      Date</p> <p>Total number of pages including cover sheet, attachments, and document: <b>7</b></p>	

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



**TRADEMARK ASSIGNMENT**

Whereas, in consideration of One Dollar and other good and valuable consideration receipt of which is hereby acknowledged, T-H Licensing Inc. (Assignor), a corporation of the State of Delaware, located and doing business at 103 Springer Bldg., 3411 Silverside Road, Wilmington, Delaware 19810 (hereafter Assignor), a corporation duly organized under the laws of the State of Delaware, and now being the owner of the trademarks and registrations listed hereinbelow, the good will of the business symbolized by said trademarks and the United States Trademark Registrations and Foreign Registrations listed below which have been obtained on said trademarks, hereby sells, transfers, sets over and assigns said trademarks, the good will of said business symbolized by said trademarks, said registrations and the right to sue for and collect damages for past and future infringement of said trademarks to Fairfield Manufacturing Co. Inc., a corporation duly organized under the laws of the State of Indiana having its principal place of business at U. S. Route 52 South, Lafayette, Indiana 47903 (the Assignee). Fairfield Manufacturing Co., Inc. hereby accepts the assignment of the trademarks and trademark registrations listed below.

T-H Licensing Inc. hereby sells, transfers, sets over and assigns any and all common law trademarks and tradenames it now owns, the good will of said business symbolized by said common law trademarks and tradenames, and the right to sue for and

collect damages for past and future infringement of said trademarks to Fairfield  
Manufacturing Co. Inc.

United States

<u>Mark</u>	<u>Reg. No.</u>	<u>Issued Date</u>
"FM" in a "C" (Design)	831,396	7/4/67
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Torque Hub	949,279	12/26/72
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Torque Hub (Design)	1,324,068	3/12/85
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Torque II	1,668,232	12/17/91
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Torque-Lock	Ser. No. 76/370017	2/13/02 (Filing Date)

Foreign

Torque Hub -SWEDEN	153,555	12/5/75
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Torque Hub -FRANCE	1,305,476	1/13/95
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Torque Hub -DENMARK 4840-1975 11/28/75

Torque Hub -MEXICO 329158

In witness whereof, we the undersigned being duly authorized, have executed this Trademark Assignment on the 27<sup>th</sup> day of AUGUST, 2003.

T-H Licensing, Inc. (Assignor)

Fairfield Manufacturing Co., Inc. (Assignee)

By [Signature]  
Michael Schwartz  
Chief Financial Officer

By [Signature]  
Richard Bush  
Vice President and Chief Financial Officer

Before me a notary public in and for the County of Richmond, State of New York, came Michael Schwartz, personally known to me, and acknowledged that he executed the foregoing Trademark Assignment this 27<sup>th</sup> day of August, 2003.

Seal

[Signature]  
Notary Public  
My Commission Expires  
JOHN SYKES MELDRUM  
Notary Public, State of New York  
No. 01ME4838578  
Qualified in Richmond County  
Commission Expires July 25, 2004

Before me a notary public in and for the County of Essex, State of IN, came Richard Bush, personally known to me, and acknowledged that he executed the foregoing Trademark Assignment this 28<sup>th</sup> day of August, 2003.

Seal

[Signature]  
Notary Public  
My Commission Expires 2-18-2008

Kenneth L. Mitchell  
Patent Attorney, Reg. No. 36,873



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