

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
-------------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
------------------------------	--

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MAXX Material Handling, L.L.C.		01/06/2004	Virginia limited liability company:

RECEIVING PARTY DATA

Name:	MAXX/Axia Acquisition, LLC
Street Address:	801 Travis Street
Internal Address:	Suite 1400
City:	Houston
State/Country:	TEXAS
Postal Code:	77002
Entity Type:	Delaware limited liability company:

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2245487	MAXX MATERIAL HANDLING
Registration Number:	2510201	MAXXREACH

CORRESPONDENCE DATA

Fax Number: (585)263-1600
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 585-263-1000
Email: nytm@nixonpeabody.com
Correspondent Name: Kristen M. Walsh, Esq.
Address Line 1: Clinton Square, Post Office Box 31051
Address Line 4: Rochester, NEW YORK 14603-1051

ATTORNEY DOCKET NUMBER:	41751/8
--------------------------------	---------

NAME OF SUBMITTER:	Melanie L. DeRue
---------------------------	------------------

Total Attachments: 2
 source=DOC024#page1.tif

900004550

**TRADEMARK
 REEL: 002782 FRAME: 0099**

CH \$65.00 2245487

TRADEMARK ASSIGNMENT

MAXX Material Handling, L.L.C., a Virginia limited liability company with its principal place of business at 315 E. Street, Hampton, Virginia 23661 (“Assignor”), is the owner of the trademarks identified in *Exhibit A* (the “Marks”) and the U.S. Trademark Registrations therefor (the “Registrations”).

MAXX/Axia Acquisition, LLC, a Delaware limited liability company with its principal place of business at 801 Travis Street, Suite 1400, Houston, Texas 77002 (“Assignee”), desires to acquire the Marks and the Registrations.

Assignor and Assignee are parties to a Contribution Agreement dated December 24, 2003 (the “Contribution Agreement”).

For a good and valuable consideration, as stated in the Contribution Agreement, the receipt and sufficiency of which are hereby acknowledged, Assignor assigns to Assignee all its right, title and interest in and to the Marks and the Registrations, together with the goodwill of the business in connection with which such marks were and are used.

MAXX Material Handling, L.L.C.

Date: January 6, 2004

By: JLM
Signature

Jerrold L Miller
Name (Printed)

MANAGER
Title

EXHIBIT A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
MAXX MATERIAL HANDLING	2,245,487	May 18, 1999
MAXXREACH	2,510,201	November 20, 2001