

08-18-2003



RE

To the Honorable Commissioner of 102527673

original documents or copy thereof.

1. Name of conveying party(ies):  
**McNally Industries, Inc.**

3.5.03

Individual                       Association  
 General Partnership         Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

2. Name and address of receiving party(ies):

Name: McNally Acquisition, LLC

Internal Address: \_\_\_\_\_

Street Address: 216 South Pine Street

City: Grantsburg State: WI ZIP: 154840

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership- Delaware LLC  
 Limited Partnership \_\_\_\_\_  
 Corporate-State \_\_\_\_\_  
 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 \_\_\_\_\_

Execution Date: February 14, 2003

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

A. Trademark Application No.(s)

B. Trademark registration No.(s): 276,565

Additional numbers attached?  Yes  No

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

Name: Betsy P. Stein

Internal Address: Stradley Ronon Stevens & Young, LLP

Street Address: 2600 One Commerce Square

City: Philadelphia State: PA ZIP: 19103-7098

6. Total number of applications and registrations involved: ..... 1

7. Total fee (37 CFR 3.41):..... \$ \$40.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
NOT APPLICABLE  
(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.*

Betsy P. Stein                      Betsy P. Stein                      February 14, 2003  
 Person Signing                      Signature                      Date

Total number of pages comprising cover sheet: 1  
Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

03-10-2003

Form PTO-159+ (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION TRADEM



DEPT. OF COMMERCE and Trademark Office

102384621

To the Honorable Commissioner of Patents and Trademarks: Please

1. Name of conveying party(ies): McNally Industries, Inc. 3.503
Individual, General Partnership, Corporation-State, Other
Association, Limited Partnership

2. Name and address of receiving party(ies): Name: McNally Acquisition, LLC
Internal Address:
Street Address: 216 South Pine Street
City: Grantsburg State: WI ZIP: 154840
Individual(s) citizenship, Association, General Partnership- Delaware LLC, Limited Partnership, Corporate-State, Other

3. Nature of conveyance: Assignment, Security Agreement, Other
Merger, Change of Name
Execution Date: February 14, 2003

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)
Additional numbers attached? Yes No

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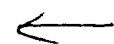
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9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
Betsy P. Stein February 14, 2003
Person Signing Signature Date

Signed document attached



Total number of pages comprising cover sheet: 1
Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

03/07/2003 DBYRNE 00000173 276565

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## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made and entered into this 14 day of February, 2003, by McNally Industries, Inc., a Minnesota corporation ("Assignor"), in favor of McNally Acquisition, LLC, a Delaware limited liability company ("Assignee").


WHEREAS, Assignor is the owner of the trademark set forth in the attached Exhibit A (the "Mark"), and

WHEREAS, pursuant to that certain Asset Purchase Agreement dated December 31, 2002 between Assignor and Assignee, as amended by that certain First Amendment to Asset Purchase Agreement dated February \_\_, 2003, Assignor has agreed to assign all of its rights in the Mark to Assignee, including all registrations and applications for registration therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, Assignor does hereby transfer, assign and sell to Assignee all of its right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, all registrations and applications for registration of the Marks, including those specifically identified in Exhibit A, and all claims for damages by reason of past infringement of the Marks with the right to sue for and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

IN WITNESS WHEREOF, the undersigned has caused this Trademark Assignment to be executed as of the date first above written.

MCNALLY INDUSTRIES, INC.



Albert L. Scheideler, President and CEO

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made and entered into this 14 day of February, 2003, by McNally Industries, Inc., a Minnesota corporation ("Assignor"), in favor of McNally Acquisition, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor is the owner of the trademark set forth in the attached Exhibit A (the "Mark"), and

WHEREAS, pursuant to that certain Asset Purchase Agreement dated December 31, 2002 between Assignor and Assignee, as amended by that certain First Amendment to Asset Purchase Agreement dated February \_\_, 2003, Assignor has agreed to assign all of its rights in the Mark to Assignee, including all registrations and applications for registration therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, Assignor does hereby transfer, assign and sell to Assignee all of its right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, all registrations and applications for registration of the Marks, including those specifically identified in Exhibit A, and all claims for damages by reason of past infringement of the Marks with the right to sue for and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

IN WITNESS WHEREOF, the undersigned has caused this Trademark Assignment to be executed as of the date first above written.

MCNALLY INDUSTRIES, INC.



Albert L. Scheideler, President and CEO

**EXHIBIT A – TRADEMARK ASSIGNMENT**

FEDERAL TRADEMARK REGISTRATION

<u>Mark</u>	<u>Registration Date</u>	<u>Registration No.</u>
Northern	October 21, 1930	276,565

1:956083.02

**EXHIBIT A – TRADEMARK ASSIGNMENT**

FEDERAL TRADEMARK REGISTRATION

<u>Mark</u>	<u>Registration Date</u>	<u>Registration No.</u>
Northern	October 21, 1930	276,565

M1:956083.02