


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼		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.					
1. Name of conveying party(ies): Gencorp Property Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input checked="" type="checkbox"/> Corporation - <u>California</u> <input type="checkbox"/> Other Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: GDX North America Inc. Internal Address: 299 Park Avenue, Floors 21-23 Street Address: City: New York State: NY Zip: 10171 <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 - <u>Delaware</u> <input type="checkbox"/> Other: If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		
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 type="checkbox"/> Other - Execution Date: August 31, 2004					
4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/904158; 76/172722			B. Trademark Registration No.(s) 1072662; 2143054; 2143053; 2806941; 2806943; 2806958		
Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Daniel Angel, Esq. Internal Address: Schulte Roth & Zabel LLP _____ _____ Street Address: 919 Third Avenue _____ City: New York State: N.Y. Zip: 10022			6. Total number of applications and registrations involved: 8 7. Total fee (37 CFR 3.41).....\$ 215.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: 500675 - Schulte Roth & Zabel LLP (Attach duplicate copy of this page if paying by deposit account)		
DO NOT USE THIS SPACE					
9. Statement and signature. <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> <div style="display: flex; justify-content: space-between;"> <div> Daniel Angel, Esq. Name of Person Signing </div> <div style="text-align: center;">  Signature </div> <div> September 10, 2004 Date </div> </div> <div style="text-align: right; margin-top: 10px;"> Total number of pages including cover sheet, attachments, and document: 12 </div>					

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

Execution Version**TRADEMARK ASSIGNMENT**

This **TRADEMARK ASSIGNMENT** (the "Assignment") is made and entered into as of August 31, 2004 (the "Effective Date") by and between **GENCORP PROPERTY INC.**, a corporation formed under the laws of California ("Assignor") and **GDX NORTH AMERICA INC.**, a corporation formed under the laws of Delaware ("Assignee").

WHEREAS, Gencorp Inc., a corporation formed under the laws of Ohio ("Seller"), and GDX Holdings LLC, a Delaware limited liability company ("Purchaser"), are parties to that certain Stock and Asset Purchase Agreement made and entered into as of July 16, 2004 (the "Purchase Agreement"), pursuant to which Seller and certain of its subsidiaries (including, without limitation, Assignor) did agree to sell, convey, transfer, assign and deliver to Purchaser, or such affiliate of Purchaser as Purchaser may designate, all of Assignor's legal and beneficial right, title and interest in and to the Acquired Assets (as defined in the Purchase Agreement), including, without limitation, all of the trademarks and service marks, and the registrations and applications therefor listed on Schedule A attached hereto (collectively, the "Trademarks"); and

WHEREAS, Purchaser wishes and hereby designates Assignee as its affiliate for the purpose of this Assignment; and

WHEREAS, Assignee wishes to acquire all of Assignor's right, title and interest in and to the Trademarks, and Assignor wishes to assign same to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee, its successors and assigns, all of its right, title and interest throughout the world in perpetuity, including common law rights, in and to the Trademarks, together with the goodwill associated therewith and the entire business and/or portion thereof to which the Trademarks pertain, and the right to sue and recover for all past, present and future infringements and other violations of the Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made. Assignor hereby covenants and agrees to provide any further necessary documentation and do all further acts reasonably requested by Assignee in this regard to confirm and perfect title in and to the Trademarks in Assignee, its successors, assign or other legal representatives.

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IN WITNESS WHEREOF, Assignor and Assignee have executed this
Trademark Assignment as an instrument under seal as of the Effective Date.

ASSIGNOR:

GENCORP PROPERTY INC.

By: _____

Name:

Mark Whiting

Title:

Vice President

CERTIFICATE OF ACKNOWLEDGMENT

CITY
STATE OF WASHINGTON
DISTRICT
COUNTY OF COLUMBIA SS.:


On this 31ST day of August, 2004, before me, the undersigned, personally appeared MARK A. WHITNEY, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Not S. Carma
[NOTARY SEAL]

ASSIGNEE:

GDX NORTH AMERICA INC.

By:

_____

Name: ABIGAIL MAT

Title: SECRETARY

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF New YorkCOUNTY OF New York

ss.:

On this 31 day of August, 2004, before me, the undersigned, personally appeared Abigail May, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Wendy E. Weissman
[NOTARY SEAL]

WENDY E. WEISSMAN
Notary Public, State of New York
No. 01WE6077974
Qualified in Kings County
Commission Expires July 22, 2006

SCHEDULE A**U.S.**
TRADEMARK REGISTRATIONS

Mark	Reg. No.
DRAFTEX	1,072,662
DRAFTEX	2,143,054
ROLLFORM	2,143,053
GDX	2,806,941
GDX AUTOMOTIVE	2,806,943
GDX AUTOMOTIVE AND DESIGN	2,806,958

U.S.
TRADEMARK APPLICATIONS

Mark	App. No.
D DEVICE	75/904,158
GIVING SHAPE TO INNOVATION	76/172,722

ARGENTINEAN TRADEMARK APPLICATION

<u>MARK</u>	<u>APP. NO.</u>
GDX AUTOMOTIVE	2.326.906

BRAZILIAN TRADEMARK APPLICATIONS

MARK	APP. NO.
DRAFTEX	821560174
DRAFTEX	821560190
GDX AUTOMOTIVE	823.543.838

EUROPEAN COMMUNITY TRADEMARK REGISTRATIONS

MARK	REG. NO.
DRAFTEX	494435
GDX AUTOMOTIVE	2064368
D DEVICE	871657

EUROPEAN COMMUNITY TRADEMARK APPLICATION

MARK	APP. NO.
HYPERSEAL	1676519

MEXICAN TRADEMARK REGISTRATION

MARK	REG. NO.
GDX AUTOMOTIVE	704800

SOUTH AFRICAN TRADEMARK REGISTRATIONS

MARK	REG. NO.
DRAFTEX	79/5292

9693521.4