

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Marley Engineered Products LLC		11/17/2004	Limited Liability Company: SOUTH CAROLINA

RECEIVING PARTY DATA	
Name:	Marley Cooling Technologies, Inc.
Street Address:	7401 West 129th Street
City:	Overland Park
State/Country:	KANSAS
Postal Code:	66213
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2843427	MARLEY INDUSTRIAL PRODUCTS

CORRESPONDENCE DATA	
Fax Number:	(202)861-1783
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>
Phone:	(202) 861 -1500
Email:	trademarks@bakerlaw.com
Correspondent Name:	John H. Weber
Address Line 1:	1050 Connecticut Avenue, N.W.
Address Line 2:	Washington Square, Suite 1100
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036-5304

ATTORNEY DOCKET NUMBER:	87340.0025
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NAME OF SUBMITTER:	John H. Weber
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Total Attachments: 4
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CH \$40.00 2843427

ASSIGNMENT

WHEREAS, Marley Engineered Products, LLC, a corporation organized and existing under the laws of Delaware, having a place of business at 470 Beauty Spot Road East, Bennettsville, South Carolina 29512 (hereinafter "Assignor"), owns the entire right, title and interest in and to the following trademark and trademark registrations set forth in Schedule A (hereinafter "Assignor's Trademarks");

AND WHEREAS, Marley Cooling Technologies, Inc. a corporation organized and existing under the laws of Delaware having an address of 7401 West 129th Street, Overland Park, Kansas 66213 (hereinafter "Assignee") is desirous of acquiring the entire right, title and interest in and to the Assignor's Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee, its legal representatives, successors, the entire right, title and interest in and to Assignor's Trademarks, together with the whole of the goodwill of the business pertaining thereto, the same and the rights of the Assignor to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives; together with all claims for damages by reason of past infringement of the Assignor's Trademarks with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors, assigns or other legal representatives;

UPON SAID CONSIDERATION, Assignor hereby agrees with the said Assignee that Assignor will not execute any writing or do any act whatsoever conflicting with this present, and that Assignor will, at any time upon request, without further or additional consideration but at the expense of said Assignee, execute such additional assignments and other writings and do such additional acts as said Assignee may deem necessary or desirable to perfect the Assignee's enjoyment of this grant, it being understood that the foregoing covenant and agreement shall bind and inure to the benefit of the assigns and legal representatives of Assignor and Assignee;

IN TESTIMONY WHEREOF, the said Assignor and Assignee have hereunto set their hand and affixed their corporate seal effective from the late date below.

MARLEY ENGINEERED PRODUCTS, LLC

By: _____

Name: Christopher J. Kearney

Title: executive vice president and secretary

Date: 11/17/04

MARLEY COOLING TECHNOLOGIES, INC.

By: _____

Name: Christopher J. Kearney

Title: Exec. Vice President & secretary

Date: 11/17/04

WITNESSES

By: Spencer Conard

Name: Spencer Conard

By: Susan J Baker

Name: SUSAN J. BAKER

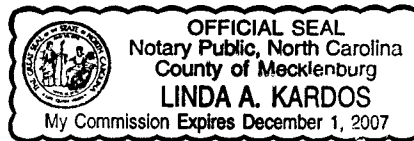
STATE OF North Carolina
COUNTY OF Mecklenburg) SS:

On this 17th day of November, 2004, before me personally appeared Christopher J. Kearney, to me known to be the person named in and who executed the above instrument, and acknowledged to me that he executed the same for the uses and purposes therein set forth.

SEAL

Linda A. Kardos
Notary Public

My commission expires 12/1/07



WITNESSES

By: Spencer Conard

Name: Spencer Conard

By: Susan J. Baker

Name: SUSAN J. BAKER

STATE OF North Carolina)

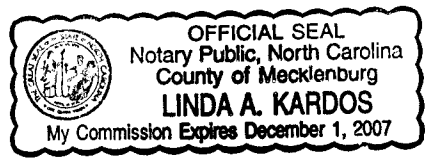
COUNTY OF Mecklenburg) SS:

On this 17th day of November, 2004, before me personally appeared Christopher J. Kearney, to me known to be the person named in and who executed the above instrument, and acknowledged to me that he executed the same for the uses and purposes therein set forth.

S E A L

Linda A. Kardos
Notary Public

My commission expires 12/1/07



SCHEDULE A

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>
MARLEY	Canada	UCA36684
MARLEY INDUSTRIAL PRODUCTS & Design	United States of America	2,843,427

SOLICITORS, 87280, 00001, 100706141.1, Assignment Document