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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): Quality Store Services, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Alamo Group Inc. Internal Address: 1502 E. Walnut Street Address: 1502 E. Walnut City: Seguin State: TX Zip: 78155 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: 05-25-04

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,801,863 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Michelle L. Evans Internal Address: Street Address: Gunn & Lee, P.C. 700 N. St. Mary's Suite 1500 City: San Antonio State: TX Zip: 78205

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 500808

DO NOT USE THIS SPACE

9. Signature: Michelle L. Evans Name of Person Signing Signature Date 05/28/04 Total number of pages including cover sheet, attachments, and document: 3

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

06/10/2004 GT0N11 00000022 500808 1801863 01 FC:8521 40.00 DA

TRADEMARK REEL: 002986 FRAME: 0759

ASSIGNMENT

WHEREAS, Quality Stores Services, Inc., a Delaware corporation, having a principal place of business at 5000 Hakes Drive, Suite 500, Muskegon, Michigan 49441 (hereinafter referred to as "Assignor"), has adopted, used and is using a mark in the United States known as "Valu-Bilt," which is registered in the United States Patent and Trademark Office, Registration No. 1,801,863, dated November 2, 1993 (the "Mark"); and

WHEREAS, Alamo Group Inc., a Delaware corporation, having a principal place of business at 1502 East Walnut, Seguin, Texas 78155 (hereinafter referred to as "Assignee"), desires to acquire said mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency whereof are hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee, its successors and assigns, all right, title and interest in and to the Mark, including the right to sue and recover for past infringement thereof, together with the goodwill of the business associated with the Mark, and the above-identified registration thereof, to be held and enjoyed by Assignee for its own use and behalf, and for its successors and assigns, as fully and entirely as the same would have been held by said Assignor had this Assignment and sale not been made.

Assignor authorizes the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner of the Mark in the United States. To the extent any provision hereof is inconsistent with that certain asset purchase agreement by and between Assignor and Alamo Group (IA) Inc., dated February 19, 2002 (the "Purchase Agreement"), the provisions of the Purchase Agreement will prevail.

Assignor hereby warrants that it is the owner of the entire right, title and interest in and to the aforesaid mark and registration thereof, and that it has not heretofore made any assignment or agreement with respect thereto.

IN WITNESS WHEREOF, Quality Stores Services, Inc. has on this 25th day of May, 2004, caused these presents to be executed by its duly authorized officer.

QUALITY STORES SERVICES, INC.

By: Thomas J. Reinebach
Name: Thomas J. Reinebach
Title: EVP + CFO

State of Michigan §
§
County of Muskegon §

On this 25th day of May, 2004, before the undersigned officer, personally appeared Thomas J. Reinebach, who acknowledged himself to be EVP + CFO of Quality Stores Services, Inc., a Delaware corporation, and that he, as such EVP + CFO being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as EVP + CFO.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Kathy Morris
NOTARY PUBLIC

KATHY MORRIS
Notary Public, Muskegon County, MI
My Commission Expires 06-09-2008