

07-14-2004

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102790493

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Wynnchurch Capital Partners, L.P.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) U.S.A.

Execution Date(s) June 11, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: AxleTech International IP
Internal Holdings, LLC

Address: (Same as Street Address)

Street Address: 3001 West Big Beaver, Suite

City: Troy 400

State: Michigan

Country: U.S.A. Zip: 48064

- Association Citizenship U.S.A.
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship
- Other LLC Citizenship U.S.A.

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76/397,467

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

MARK - AXLETECH INTERNATIONAL; filed 4/17/2002

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

Name: Samuel J. Haidle

Internal Address: (Same as Street Address)

Street Address: Howard & Howard Attorneys, PC
39400 Woodward Avenue, Suite 101

City: Bloomfield Hills

State: Michigan Zip: 48304-5151

Phone Number: (248) 723-0334

Fax Number: (248) 645-1568

Email Address: shaidle@howard&Howard.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 02-2789

Authorized User Name _____

9. Signature:

July 6, 2004

Samuel J. Haidle

Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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**ASSIGNMENT
(Application for Registration)**

Wynnchurch Capital Partners, L.P. ("Assignor"), a corporation, having a principal place of business at **150 Field Drive, Suite 165, Lake Forest, Illinois 60045, U.S.A.**, has adopted, used, and is using a mark, **AxleTech International** for which Assignor has filed, and is the current owner of, an application in the United States Patent and Trademark Office for registration, Serial No. 76/397,467.

AxleTech International IP Holdings, LLC ("Assignee"), a corporation, having a principal place of business at **3001 West Big Beaver, Suite 400, Troy, Michigan 48084** is desirous of acquiring this mark.

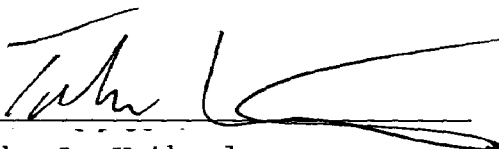
Now, therefore, for good and valuable consideration, receipt of which is acknowledged, Assignor does hereby assign to Assignee all right, title, and interest in and to the mark, together with the good will of the business symbolized by the mark, and the above identified application for registration of the mark, along with the right to recover damages and profits for past infringement thereof.

The Commissioner of Patents and Trademarks is requested to issue the certificate of registration to Assignee.

ASSIGNOR

**WYNNCHURCH CAPITAL
PARTNERS, L.P.**

Date: June 11/04

By: 
John A. Hatherly

Its: Partner

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