

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Stemco Delaware LP		03/18/2005	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Stemco LP
Street Address:	300 East Industrial Boulevard
City:	Longview
State/Country:	TEXAS
Postal Code:	75606
Entity Type:	LIMITED PARTNERSHIP: TEXAS

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	2216106	A HIGHER STANDARD OF PERFORMANCE
Registration Number:	2754422	DATATRAC
Registration Number:	2332418	DISCOVER
Registration Number:	1105543	DRIVELESS HUBODOMETER
Registration Number:	1034829	GRIT GUARD
Registration Number:	1120036	GUARDIAN
Registration Number:	0884653	GUARDIAN
Registration Number:	0291999	GUARDIAN
Registration Number:	2282686	GUARDIAN HP
Registration Number:	2272084	HUBODOMETER
Registration Number:	1417174	PRO TORQUE
Registration Number:	1044631	PRO-TORQ
Registration Number:	0876024	REVO-COUNT
Registration Number:	2214200	SENTINEL

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Registration Number:	2554894	SENTINEL ESP
Registration Number:	0801703	STEMCO
Registration Number:	1016820	STEMCO
Registration Number:	0788516	STEMCO
Registration Number:	2275460	STEMCO
Registration Number:	0801705	STEMCO
Registration Number:	1418935	STEMCO
Registration Number:	1394705	STEMCO-ENGLER
Registration Number:	1420805	STEMCO-MONROE
Registration Number:	2606528	STEMCO ESP
Registration Number:	2521359	TOTAL QUALITY MAINTENANCE
Registration Number:	2718191	TQM
Registration Number:	2267694	VOYAGER

CORRESPONDENCE DATA

Fax Number: (336)607-7500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 336-607-7308
Email: wstrademarks@kilpatrickstockton.com
Correspondent Name: Andrew Roppel, Esq.
Address Line 1: 1001 West Fourth Street
Address Line 4: Winston-Salem, NORTH CAROLINA 27101

NAME OF SUBMITTER:	Andrew Roppel
Signature:	/Andrew Roppel/
Date:	04/18/2005

Total Attachments: 4
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TRADEMARK ASSIGNMENT

WHEREAS, Stemco Delaware LP, a Delaware limited partnership having a principal place of business at 300 East Industrial Boulevard, Longview, Texas 75606 (hereinafter, "ASSIGNOR"), has adopted, has used, is using, and is the owner of the trademarks listed in Appendix A attached hereto and incorporated herein by reference (hereinafter, the "Marks") and the trademark registrations thereof (hereinafter, the "Registrations");

WHEREAS, Stemco LP, a Texas limited partnership having a principal place of business at 300 East Industrial Boulevard, Longview, Texas 75606 (hereinafter, "ASSIGNEE"), is desirous of acquiring all right, title, and interest in and to the Marks and the Registrations;

WHEREAS, this Trademark Assignment is proposed in furtherance of the Asset Purchase Agreement, effective January 1, 2005, entered into by ASSIGNOR and ASSIGNEE, wherein ASSIGNOR agrees to sell, transfer, convey, assign, and deliver to ASSIGNEE all Purchased Assets, as defined therein, including the Marks and the Registrations.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby assigns, conveys, and transfers unto ASSIGNEE the entire right, title, and interest in and to the Marks and the Registrations, together with the goodwill of the business symbolized by the Marks, and together with all claims for damages by reason of past infringement thereof, with the right to sue for, and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and legal representative. This Trademark Assignment is expressly made *nunc pro tunc*, effective January 1, 2005.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Stemco Delaware LP (a Delaware limited partnership) has caused this Trademark Assignment to be executed by the undersigned authorized representative.

STEMCO DELAWARE LP

By: John R. Mayo

Printed Name: John R. Mayo

Title: President

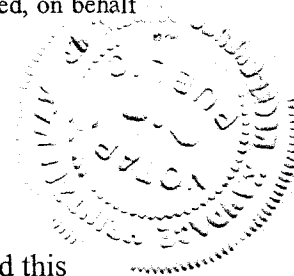
State of NC

County of MECKLENBURG

I, KANDACE HEINTZELMAN, a Notary Public for said County and State, do hereby certify that JOHN R. MAYO personally came before me this day and acknowledged that he is PRESIDENT of Stemco Delaware LP, a Delaware limited partnership, and acknowledged, on behalf of Stemco Delaware LP (Delaware), the due execution of the foregoing instrument. Witness my hand and official seal, this the 18TH day of MARCH, A.D. 2005.

Kandace Heintzelman
Notary Public

My Commission Expires November 1, 2006



IN WITNESS WHEREOF, Stemco LP (a Texas limited partnership) has caused this Trademark Assignment to be executed by the undersigned authorized representative.

STEMCO LP

By: Richard L. Magee

Printed Name: Richard L. Magee

Title: Vice President

State of NC

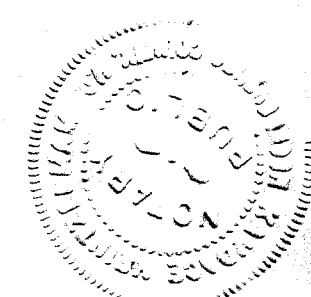
County of MECKLENBURG

I, KANDACE HEINTZELMAN, a Notary Public for said County and State, do hereby certify that RICHARD L. MAGEE personally came before me this day and acknowledged that he is VICE PRESIDENT of Stemco LP, a Texas limited partnership, and acknowledged, on behalf of Stemco LP (Texas), the due execution of the foregoing instrument. Witness my hand and official seal, this the 18TH day of MARCH, A.D. 2005.

Kandace Heintzelman
Notary Public

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My Commission Expires November 1, 2006



Appendix A

<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>
A HIGHER STANDARD OF PERFORMANCE	United States	2,216,106
ADVANTAGE 2000	United States	2,287,172
DATATRAC	United States	2,754,422
DISCOVER	United States	2,332,418
DRIVELESS HUBODOMETER	United States	1,105,543
GRIT GUARD	United States	1,034,829
GUARDIAN	United States	1,120,036
GUARDIAN	United States	884,653
GUARDIAN	United States	291,999
GUARDIAN HP	United States	2,282,686
HUBODOMETER	United States	2,272,084
PRO TORQUE	United States	1,417,174
PRO-TORQ	United States	1,044,631
REVO-COUNT	United States	876,024
SENTINEL	United States	2,214,200
SENTINEL ESP	United States	2,554,894
MISCELLANEOUS DESIGN	United States	2,212,612
STEMCO	United States	801,703
STEMCO	United States	1,016,820

<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>
STEMCO	United States	788,516
STEMCO & Design	United States	2,275,460
STEMCO & Design	United States	788,172
STEMCO & Design	United States	801,705
STEMCO & Design	United States	1,418,935
STEMCO-ENGLER	United States	1,394,705
STEMCO-MONROE	United States	1,420,805
STEMCO ESP	United States	2,606,528
TOTAL QUALITY MAINTENANCE	United States	2,521,359
TQM	United States	2,718,191
VOYAGER	United States	2,267,694