Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type	
Cotter & Company		08/01/1995	CORPORATION:	

RECEIVING PARTY DATA

Name:	MTD Products Inc
Street Address:	P.O. Box 368022
City:	Cleveland
State/Country:	ОНЮ
Postal Code:	44136
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1939185	ATLAS PRO
Registration Number:	0369457	

CORRESPONDENCE DATA

Fax Number: (216)642-8826

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: WHVIPGroup@wegmanlaw.com
Correspondent Name: Wegman, Hessler & Vanderburg
Address Line 1: 6055 Rockside Woods Blvd.

Address Line 2: Suite 200

Address Line 4: Cleveland, OHIO 44131

NAME OF SUBMITTER:	Danielle A. Skoczen	
Signature:	/DAS/	
Date:	08/31/2005	

Total Attachments: 3

TRADEMARK
REEL: 003150 FRAME: 0691

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TRADEMARK REEL: 003150 FRAME: 0692

ASSIGNMENT OF UNITED STATES

TRADEMARK REGISTRATIONS

This Agreement is made as of the 1st day of August, 1995, from Cotter &

Company, a Delaware corporation and (hereinafter referred to as "Assignor") to MTD Products

Inc, an Ohio corporation (hereinafter "Assignee") pursuant to an Asset Purchase Agreement

dated as of January 31, 1995, by and between Assignor and Assignee.

WHEREAS, Cotter & Company of the State of Delaware, having its principal

place of business at 2740 North Clybourn Avenue, Chicago, Illinois 60614, Cook County has

adopted and used the following marks registered in the United States Patent and Trademark

Offices; and

WHEREAS, MTD Products Inc, a corporation organized under the laws of the

State of Ohio, having its principal place of business at P.O. Box 368022, Cleveland, Ohio

44136-9722, is desirous of acquiring said marks:

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00)

and other good and valuable consideration in hand paid, including that consideration recited in

the Asset Purchase Agreement, the receipt of which is hereby acknowledged, said Assignor has

assigned, sold and set over, and by these presents does assign, sell, transfer and set over as of

August 1, 1995, unto the said Assignee its entire right, title and interest in and to the following

described trademarks and registrations thereof, together with the goodwill of the business

symbolized by the same; together with all claims for damages by reason of past infringement

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of said registrations, along with the right to sue for, collect the same for its own use and behalf and for the use and behalf of its successors and assigns.

Further, Assignor by these presents does hereby sell, assign, transfer and set over unto said Assignee, its successors and assigns, the entire right, title and interest in and to the following United States trademark registrations together with the good will of the business connected therewith:

Trademark	Registration No.	Registration Date
ATLAS	994,988	10/8/74
ATLAS	902,967	2/27/80
ATLAS & DESIGN	851,392	6/25/68
BELLAIRE	752,904	7/16/63
DUB-L-TIL	1,077,759	11/22/77
GENESIS 3000 HEAT CELL	1,774,162	6/1/93
GRAN PRIX	1,152,927	5/5/81
GRAN PRIX & DESIGN	1,152,926	5/5/81
HEAVY DUTY	1,115,053	3/13/79
LAWN QUEEN	369,457	7/25/39
MULCH MASTER	1,738,020	12/8/92
SNAUG'R	1,774,961	6/8/93
SUPER BAGGER	1,101,212	9/5/78
THE BLADE	1,877,631	2/7/95
TRIMO-VAC	1,033,649	2/17/76
TWIN-BLADE MULCHER	1,100,425	8/22/78
TWIST-GRIP	1,104,563	10/17/78
Application		Application
for Trademarks	Serial No.	Date
ATLAS POWER	74/465551	12/06/93
ATLAS POWER ATLAS PRO		
AILAS PKU	74/465224	12/06/93

Assignor agrees to execute all instruments and to perform all acts which may be necessary to carry this assignment into full effect. This assignment shall bind Assignor, its legal representatives, successors and assigns.

IN TESTIMONY WHEREOF, I have hereunto set my hand at Chicago, Illinois,

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this	1st	day	of	August,	1995.

Daniel T. Burns, Vice-President

STATE OF ILLINOIS

) ss.

COUNTY OF COOK

BEFORE ME, the undersigned authority, on this day personally appeared Daniel T. Burns, Vice-President, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated as the act and deed of said corporation.

GIVEN UNDER BY HAND AND SEAL OF OFFICE, this 1st day of August,

1995.

My Commission Expires:

RECORDED: 08/31/2005

Notary Public

hierchile & Turlule

"OFFICIAL SEAL"
MICHELE E. NICHELE
NOTARY PUBLIC STATE OF ILLINOIS
My Commission Expires 05/30/99

May 30, 1999