

TRADEMARK ASSIGNMENT

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:	OHIO		
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		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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		

CH \$65.00 1939185

Total Attachments: 3

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**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

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:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
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
<u>Application for Trademarks</u>	<u>Serial No.</u>	<u>Application Date</u>
ATLAS POWER	74/465551	12/06/93
ATLAS PRO	74/465224	12/06/93

