

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
Giddings & Lewis, LLC		08/18/2005	COMPANY:
RECEIVING PARTY DATA			
Name:	Giddings & Lewis Machine Tools, LLC		
Street Address:	142 Doty Street		
City:	Fond du Lac		
State/Country:	WISCONSIN		
Postal Code:	54935		
Entity Type:	COMPANY:		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	216412	MASTER	
Registration Number:	639322	GIDDINGS & LEWIS	
Registration Number:	504726	GISHOLT	
Registration Number:	56496	GISHOLT	
Registration Number:	534737	WARNER & SWASEY	
Registration Number:	1824113	SMARTTURN	
Registration Number:	657107	VARIAX	
Registration Number:	601287	DAVIS	
Registration Number:	1531640	TITAN.	
Registration Number:	660777	LUBRICOOOL	
Registration Number:	799488	NUMERICENTER	
Registration Number:	1923323	ORION	
Registration Number:	2151147	HEXACENTER	
Registration Number:	867493	NUMERICENTER	

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TRADEMARK
REEL: 003155 FRAME: 0706

Registration Number:	905093	MODU-LINE
Registration Number:	729704	MILWAUKEE-MATIC
Registration Number:	707505	NUMERIPATH
Registration Number:	722550	GRAY
Registration Number:	672455	MASTERLINE

CORRESPONDENCE DATA

Fax Number: (414)297-4900

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

Phone: 414 271-2400

Email: PTOMailMilwaukee@Foley.com

Correspondent Name: Richard J. McKenna

Address Line 1: 777 East Wisconsin Avenue

Address Line 2: Foley & Lardner LLP

Address Line 4: Milwaukee, WISCONSIN 53202

NAME OF SUBMITTER:	Jennifer Vandenplas
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Signature:	/Jennifer Vandenplas/
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Date:	09/08/2005
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Total Attachments: 3

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TRADEMARK ASSIGNMENT

WHEREAS, GIDDINGS & LEWIS, LLC of 142 Doty Street, Fond du Lac, Wisconsin 54935 USA ("Assignor") is the current owner of record of the trademark registrations/applications and all associated rights listed on the attached Schedule A (the "Marks"); and

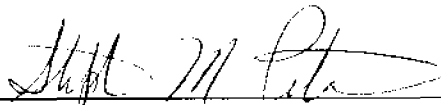
WHEREAS, as part of a corporate restructuring plan, a series of inter-company transactions have occurred such that all of the Marks together with the goodwill of the business in connection with which the Marks are used, are to be assigned to GIDDINGS & LEWIS MACHINE TOOLS, LLC of 142 Doty Street, Fond du Lac, Wisconsin 54935 USA ("Assignee");

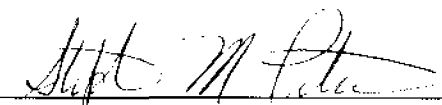
NOW, THEREFORE, in consideration of \$10.00 and other valuable and legally sufficient consideration, the receipt of which Assignor hereby acknowledges, Assignor hereby agrees to and does sell, assign and transfer to Assignee its entire right, title and interest in and to the Marks together with the goodwill of the business to which the Marks pertain, as well as all rights of enforcement and recovery for past infringement. Assignor further agrees to take all reasonable and necessary steps to implement the provisions of this assignment.

IN WITNESS WHEREOF, a duly authorized officer of Assignor and Assignee have executed this agreement on the date listed below.

GIDDINGS & LEWIS, LLC

GIDDINGS & LEWIS MACHINE TOOLS, LLC

By: 
Print Name: Stephen M. Peterson

By: 
Print Name: Stephen M. Peterson

Title: President & CEO

Title: President

Date: August 18, 2005

Date: August 18, 2005

CERTIFICATE OF NOTARY

State of Wisconsin)
) SS
County of Fond du Lac)

On this 18 day of August, 2005 before me appeared
Stephen M. Peterson, known to me personally and in the capacity in which he/she has signed
on behalf of GIDDINGS & LEWIS, LLC, and after executing this document acknowledged and
affirmed that he/she did so freely, and in the capacity indicated, and that he has the power and
authority to do so in that capacity and on behalf of that entity.

Donna T. Butler
Notary Public

State of Wisconsin)
) SS
County of Fond du Lac)

On this 18 day of August, 2005 before me appeared
Stephen M. Peterson, known to me personally and in the capacity in which he/she has signed
on behalf of GIDDINGS & LEWIS MACHINE TOOLS, LLC, and after executing this
document acknowledged and affirmed that he/she did so freely, and in the capacity indicated,
and that he has the power and authority to do so in that capacity and on behalf of that entity.

Donna T. Butler
Notary Public

SCHEDULE A

REGISTRATION NO.	MARK
216412	MASTER
639322	GIDDINGS & LEWIS
504726	GISHOLT
56496	GISHOLT
534737	WARNER & SWASEY
1824113	SMARTTURN & design
657107	VARIAX
601287	DAVIS
1531640	TITAN & design
672455	MASTERLINE
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