

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	01/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SPAL S.R.L.		07/26/2005	LIMITED LIABILITY COMPANY: ITALY

RECEIVING PARTY DATA

Name:	SPAL AUTOMOTIVE S.R.L.
Street Address:	Via per Carpi, 26/B
City:	I-42015 Correggio (RE)
State/Country:	ITALY
Entity Type:	LIMITED LIABILITY COMPANY: ITALY

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1841100	SPAL

CORRESPONDENCE DATA

Fax Number: (703)205-8050
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-205-8000
 Email: mailroom@bskb.com
 Correspondent Name: Robert J. Kenney
 Address Line 1: P.O. Box 747
 Address Line 4: Falls Church, VIRGINIA 22040-0747

ATTORNEY DOCKET NUMBER: 0422-0143T

DOMESTIC REPRESENTATIVE

Name:
 Address Line 1:

CH \$40.00 1841100

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Robert J. Kenney

Signature:

/Robert J. Kenney/

Date:

10/06/2005

Total Attachments: 1

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**CONFIRMATIVE TRADEMARK ASSIGNMENT
(THROUGH TRANSFER OF A COMPANY BRANCH)**

This Trademark Assignment through transfer of a Company Branch is made effective by **SPAL S.r.l.**, a Limited Liability Company, organized and existing under the laws of Italy, with offices at Via per Carpi, 26/B, I-42015 CORREGGIO (RE), Italy, Italian V.A.T. code 01361210352 (hereinafter referred to as "**the Assignor**")

and

SPAL AUTOMOTIVE S.r.l., a Limited Liability Company, organized and existing under the laws of Italy with offices at Via per Carpi, 26/B - I-42015 CORREGGIO (RE), Italy, Italian V.A.T. code 01755790357 (hereinafter referred to as "**the Assignee**").

WHEREAS, the Assignee has entered with the Assignor into a *Trademark Assignment (Transfer of a Company Branch)* dated December 14, 2004 and effective as per January 1st, 2005 pursuant to which the Assignor has sold, conveyed, transferred and assigned to the Assignee, its Company branch consisting of the organised set of assets for the business of design, production and sale of fans for motor and engines of motor land vehicles, centrifugal pumps, other pneumatic or hydraulic machines and instruments together with the entire right, title and interest in and to the trademark "S SPAL" (hereinafter "**the Trademark**") registered and applied for in different Countries, together with the goodwill of the business appurtenant to, associated with, and symbolized by the Trademark.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby confirm to have sold, assigned and transferred and set over unto the Assignee, with effect *non pro tunc* as per January 1st, 2005, the entire right, title and interest in, to and under the Trademark with effect in U.S.A. identified in the Schedule hereinafter, together with the goodwill of the business appurtenant to, associated with, and symbolized by the Trademark.

THE ASSIGNOR hereby confirm to have appointed and constituted, and appoint and constitute the Assignee in the person of its legal representative as its attorney-in-fact, with full power of substitution, for and on behalf of the Assignor, in its name and stead, and for the benefit of the Assignee, for any purpose required to prosecute, manage, maintain, renew, enforce, charge, oppose, transfer-assign (in the whole or partially), licence and sub-licence (in the whole or partially), and in general to convey and deliver the said Trademark.

IN WITNESS WHEREOF, this instrument has been duly executed by the Assignor and by the Assignee as of the day and year written below.


THE SCHEDULE

Trademark
S SPAL

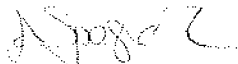
Registration No.
1.841.100

Registration Date
August 30, 2004

SPAL S.r.l.

BY 
NAME ALESSANDRO SPIAGGIARI
TITLE SOLE DIRECTOR
DATE JULY 26, 2005

SPAL AUTOMOTIVE S.r.l.

BY 
NAME ALESSANDRO SPIAGGIARI
TITLE CHAIRMAN OF THE BOARD OF DIRECTORS
DATE JULY 26, 2005

TRADEMARK