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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>Name of conveying party(ies): Dudley Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-(Canada) <input type="checkbox"/> Other _____</p> <p>Additional names of conveying party(ies) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p> <hr/> <p>3. Nature of Conveyance</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: January 19, 2005</p>	<p>2. Name and address of receiving party(ies): Name: MasterLock Canada Inc.</p> <p>Internal Address:</p> <p>Street Address: 300 Tower Parkway Lincolnshire, Illinois 60069-3640</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State () _____ <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> yes <input checked="" type="checkbox"/> No</p> <p>(Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
<p>4. Application number(s) or patent number(s):</p> <p>A. Trademark Application No(s): None.</p> <p>B. Trademark Registration No(s): 0,820,712, Registered December 20, 1966</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>William A. Johnston Calfee, Halter & Griswold LLP 800 Superior Avenue, Suite 1400 Cleveland, Ohio 44114-2688</p> <hr/> <p>CERTIFICATE OF MAILING Date: 7/29/05</p> <p>I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope with sufficient postage addressed to : Assistant Commissioner for Trademarks, Box Assignments, 2900 Crystal Drive, Arlington, VA 22202-3513</p> <p><i>William A. Johnston</i> Signature</p>	<p>6. Total number of applications and registrations involved: 1</p> <hr/> <p>7. Total fee (37 CFR 3.41): \$ 40.00</p> <p><input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Total Fee Due <input checked="" type="checkbox"/> Any deficiencies</p> <hr/> <p>8. Deposit account number: 03-0172</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
<p style="text-align: center;">DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</p> <p>William A. Johnston <i>W.A. Johnston</i> 7/29/05 Name of Person Signing Signature Date</p> <p style="text-align: right;">Total number of pages comprising transmittal: 3</p>	

OPR/FINANCE
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(40.00 OP)

CONFIRMATORY TRADEMARK ASSIGNMENT AGREEMENT

WHEREAS Dudley Inc., having its head office at 1000 de La Gauchetière Street West, Montreal, Quebec, Canada H3B 4W5 (hereinafter referred to as the "Assignor") is the registered owner of the entire rights, title and interest in and to the trademarks identified in Schedule "A" (hereinafter referred to as the "Trademarks");

WHEREAS Master Lock Canada Inc., having its head office at 300 Tower Parkway, Lincolnshire, Illinois, U.S.A., 60069-3640 (hereinafter referred to as the "Assignee") has acquired the entire rights, title and interest in and to the Trademarks pursuant to a certain asset purchase agreement dated as of June 25, 2004 (the "Purchase Agreement"), pursuant to which the Assignor has assigned all its rights, title and interest in and to the Trademarks to the Assignee;

AND WHEREAS, by way of articles of amendment dated June 25, 2004, the corporate name of the Assignor was changed from Dudley Inc. to 3259455 Canada Inc.

NOW, THEREFORE, the Assignor declares as follows:

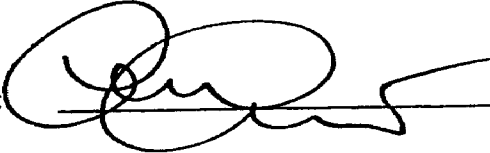
The Assignor, in consideration of the sum of One Dollar (\$1,00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby confirm that it has assigned and transferred to the Assignee, its successors and assigns forever, all of its rights, title and interest in and to the Trademarks including all goodwill appertaining to the Trademarks in the United States.

This confirmation is made with the representations and warranties of the Purchase Agreement and no other representations and warranties (including warranties arising by law).

EXECUTED:


At Montreal, as of the 19th day of January, 2005.

**3259455 CANADA INC. (FORMERLY KNOWN
AS DUDLEY INC.)**

By:  _____

At Oak Creek, as of the 23th day of February, 2005.

MASTER LOCK CANADA INC.

By:  _____
John N. Heppner, President

SCHEDULE A
TRADEMARKS

Trademark	Serial / Registration Number
YUKON	78099276
DUDLEY	0820712