

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Inter-American Vanguard Corp.		02/28/2005	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Rome Plow Equipment Company, LLC		
<b>Street Address:</b>	475 Sixth Street		
<b>City:</b>	Cedartown		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30125		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY:		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1126151	ROME	
<b>Registration Number:</b>	1131636	ROME	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(770)951-0933		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	laurie.delesandro@tkhr.com		
<b>Correspondent Name:</b>	Todd Deveau		
<b>Address Line 1:</b>	100 Galleria Parkway		
<b>Address Line 2:</b>	Suite 1750		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30339		
<b>ATTORNEY DOCKET NUMBER:</b>	821802-9020		
<b>NAME OF SUBMITTER:</b>	Todd Deveau		
<b>Signature:</b>	/todd deveau/		
<b>Date:</b>	11/29/2005		

**CH \$65.00 1126151**

Total Attachments: 2  
source=00319813#page1.tif  
source=00319813#page2.tif

**ASSIGNMENT OF TRADEMARKS**

**WHEREAS**, Rome Plow Company, L.P., a Georgia limited partnership (the "Limited Partnership"), has adopted, used and is using the trademark registrations and applications listed in EXHIBIT "A" attached hereto (jointly, the "Marks"); and

**WHEREAS**, Inter-American Vanguard Corp., a Delaware corporation ("Assignor") and the limited partner of the Limited Partnership, is the owner of the Marks; and

**WHEREAS**, Rome Plow Equipment Company, LLC, a Georgia limited liability company ("Assignee"), having a business address of 475 Sixth Street, Cedartown, Georgia 30125, is acquiring substantially all of the Assets of the Limited Partnership and is desirous of acquiring the Marks, the registrations and applications thereof and the goodwill associated therewith.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the registrations and applications for registration of the Marks and the right to recover damages for past infringement, if any.

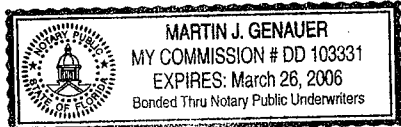
**INTER-AMERICAN VANGUARD CORP.**,  
a Delaware corporation

By: *[Signature]*  
Name: *Pedro R. Suarez*  
Title: *Vice President*

STATE OF *Florida* )  
COUNTY OF *Miami-Dade*

On this *28th* day of *February*, 2005, before me personally appeared *Peter R. Suarez*, known to me or who produced \_\_\_\_\_ as identification, and, who being duly sworn, did depose and say that he is the *Vice President* of Inter-American Vanguard Corp., a Delaware corporation, and that the foregoing Assignment was made for the purposes and considerations so stated, and that he was authorized to act on behalf of the Corporation in making such Assignment.

*[Signature]*  
Notary Public



**EXHIBIT "A"**

Marks

<u>Registration No.</u>	<u>Country</u>	<u>Mark</u>
1,126,151	United States	Rome & Design (Vertical)
1,131,636	United States	Rome & Design