

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
CARLTON-BATES COMPANY		12/28/2007	CORPORATION: ARKANSAS
RECEIVING PARTY DATA			
Name:	LADD INDUSTRIES, LLC		
Street Address:	4849 Hempstead Station Drive		
City:	Kettering		
State/Country:	OHIO		
Postal Code:	45429		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2517095	LADD	
CORRESPONDENCE DATA			
Fax Number:	(949)823-6994		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(949) 760-9600		
Email:	kgodfrey@omm.com		
Correspondent Name:	O'MELVENY & MYERS LLP (K. Godfrey)		
Address Line 1:	610 Newport Center Drive		
Address Line 2:	17th Floor		
Address Line 4:	Newport Beach, CALIFORNIA 92660		
ATTORNEY DOCKET NUMBER:	212,344-001		
NAME OF SUBMITTER:	Kristin Godfrey		
Signature:	/Kristin Godfrey/		
Date:	01/17/2008		

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Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (this “Assignment”) is made as of December 28, 2007, by and between Carlton-Bates Company, an Arkansas corporation (“Assignor”), and LADD Industries, LLC, a Delaware limited liability company (“Assignee”).

BACKGROUND

A. Assignor has adopted, used and is using, and is the owner of, the trademarks and service marks that are registered in the United States Patent and Trademark Office and which are listed on **Exhibit A** attached hereto and made a part hereof (the “Trademarks”).

B. This Assignment is being executed and delivered pursuant to the Contribution Agreement, dated as of the date hereof (the “**Contribution Agreement**”), by and between Assignee and Assignor.

AGREEMENT

Assignor and Assignee agree as follows:

1. For good and valuable consideration, receipt of which is hereby acknowledged, and pursuant to the Contribution Agreement, Assignor unconditionally and irrevocably contributes, conveys, assigns, transfers and delivers to Assignee, its successors and assigns, all of Assignor’s right, title and interest throughout the world in and to the Trademarks and to the registrations therefor, together with the goodwill and the portion of the business associated with the Trademarks and registrations and all claims for damages and equitable relief by reason of past infringement of the Trademarks, with the right to sue for and collect the same for its own account.

2. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Trademarks.

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IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed on the day and year first above written.

ASSIGNOR: CARLTON-BATES COMPANY

By: *Stephen A. Van Oss*
Name: Stephen A. Van Oss
Title: President

STATE OF PA
COUNTY OF Allegheny

On Dec 21, 2007, before me, _____, a Notary Public in and for said State, personally appeared Stephen A. Van Oss, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal
Signature *William W. Cline II* (Seal)

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
William W. Cline II, Notary Public
City Of Pittsburgh, Allegheny County
My Commission Expires May 14, 2008
Member, Pennsylvania Association Of Notaries

ASSIGNEE: LADD INDUSTRIES, LLC
By: Carlton-Bates Company, as its sole member

By: *Stephen A. Van Oss*
Name: Stephen A. Van Oss
Title: President

STATE OF PA
COUNTY OF Allegheny

On Dec 21, 2007, before me, _____, a Notary Public in and for said State, personally appeared Stephen A. Van Oss, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal
Signature *William W. Cline II* (Seal)

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
William W. Cline II, Notary Public
City Of Pittsburgh, Allegheny County
My Commission Expires May 14, 2008
Member, Pennsylvania Association Of Notaries

EXHIBIT A

Trademarks

Registered trademark for "LADD" (federal trademark registration number 2,517,095).