

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
CP Formation LLC		01/01/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	The Heil Company
Street Address:	5751 Cornelison Road
Internal Address:	6400 Building A and B
City:	Chattanooga
State/Country:	TENNESSEE
Postal Code:	37411
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	2113833	FORMULA
Registration Number:	2877341	PT 1000 TAILGATE
Registration Number:	1684375	SIEBERT
Registration Number:	2760515	POWERTRAK
Registration Number:	1508009	HALF/PACK
Registration Number:	1684376	K KALYN
Registration Number:	2763178	
Registration Number:	2542988	STARR
Registration Number:	2415535	BIG BITE
Registration Number:	2335735	DURAPACK
Registration Number:	2561521	PYTHON
Registration Number:	1032188	RAPID RAIL
Registration Number:	0510917	HEIL

CH \$590.00 2113833

Serial Number:	76676508	HALF/PACK SIERRA
Registration Number:	0502668	HEIL
Serial Number:	76666721	HEIL THE WHEELS ARE ALWAYS TURNING
Registration Number:	3305236	MULTITASK SL
Registration Number:	2181895	HEIL
Registration Number:	2260344	HALF/PACK CLASSIC
Registration Number:	2806757	MULTIPACK
Serial Number:	76549625	PIRATE PARTS
Registration Number:	3062976	GOING THE EXTRA MILE FOR YOU!
Registration Number:	2151989	HEIL

CORRESPONDENCE DATA

Fax Number: (212)310-1659
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-626-4557
Email: nyctrademarks@bakernet.com
Correspondent Name: Lisa W. Rosaya
Address Line 1: 1114 Avenue of the Americas
Address Line 2: Baker & McKenzie LLP
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	56184006.2
NAME OF SUBMITTER:	Lisa W. Rosaya
Signature:	/lwr/
Date:	04/28/2008

Total Attachments: 7
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ASSIGNMENT OF TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, **CP FORMATION LLC**, a Delaware limited liability company with offices at 1403 Foulk Road, Suite 102, Wilmington, DE 19803-2755 ("Assignor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, received from **THE HEIL COMPANY**, a Delaware corporation with offices at 5751 Cornelison Road, 6400 Building A and B, Chattanooga, TN 37411 ("Assignee"), does hereby assign, transfer, deliver and set over to Assignee and Assignee's successors and assigns forever, and Assignee hereby acquires from Assignor, all of Assignor's right, title and interest in and to:

the trademarks, service marks, trade names, logos, insignias, designs and other proprietary interests therein throughout the world set forth on Schedule A attached hereto, together with the goodwill associated therewith, (the "Trademarks").

To be held and enjoyed by Assignee, along with the portion of the business of Assignor to which the Trademarks pertain, for its own use and enjoyment, and for the use and enjoyment of its successors and assigns forever, at common law and/or to the end of the term or terms for which registration of the said Trademarks may be granted, or renewed, as fully and entirely as the same would have been held and enjoyed by Assignee had the assignment set forth herein not been made; together with all causes of action and the proceeds thereof in favor of Assignor heretofore accrued or hereafter accruing by reason of past infringement of the Trademarks, with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors or assigns.

The effective date of this Assignment is January 1, 2008. From and after said date, Assignor shall, upon request and at the expense of Assignee, but without further consideration, do, execute, acknowledge, deliver and file, or shall cause to be done, executed, acknowledged, delivered and filed, all such further acts, deeds, transfers, conveyances, assignments or assurances as may be reasonably requested by Assignee to transfer, convey and assign to Assignee possession and use of the Trademarks to comply with all applicable legal requirements to effect such transfers, conveyances and assignments.

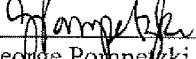
IN TESTIMONY WHEREOF, Assignor has caused these presents to be executed.

[Signature page follows]

This 1st day of January, 2008.

CP FORMATION LLC

By: CLOVE PARK INSURANCE
COMPANY, its sole member

By: 
Name: George Pompezki
Title: Vice President

SCHEDULE A

TRADEMARKS
(The Heil Company)

COUNTRY	REGISTRATION #	REGISTERED DATE	SERIAL #	FILED DATE	MARK
Vietnam	29411	28-Jan-99	35090	31-Jul-97	HEIL
Vietnam	29413	28-Jan-99	35092	31-Jul-97	HEIL and Design
Vietnam	29412	28-Jan-99	35091	31-Jul-97	HEIL and Design
Venezuela					Heil
Venezuela	132682F	28-Jan-88			Heil (and Design)
United States	unregistered				1-800-824-HEIL
United States	unregistered				IDEAS FROM HEIL ENGINEERING
United States	unregistered				HEIL CAN MAKE IT HAPPEN!
United States	unregistered				336 PROTECTION PACKAGE
United States	unregistered				RUN WITH HEIL BODIES AND HOISTS
United States	unregistered				OTHERS RUN AMUCK.
United States	unregistered				TIME SAVER
United States	unregistered				Design of the Snake on the Python Lift and design
United States	unregistered				THE FUTURE OF RECYCLING...TODAY
United States	unregistered				HPT
United States	unregistered				SL
United States	unregistered				SPEC YOUR OWN
United States	unregistered				WAY YOU WORK.
United States	unregistered				TIME SAVER TARP SYSTEM
United States	unregistered				POWERTRAK™
United States	2113833	18-Nov-97	75-163197	04-Sep-96	FORMULA
United States	2877341	24-Aug-04	78-243403	29-Apr-03	PT 1000 TAILGATE
United States	domain name				partsinc.com
United States	domain name				heil.com
United States	domain name				heilco.com
United States	unregistered				AUTOLIFT
United States	unregistered				BUILT TOUGH ... COUNT ON IT.
United States	unregistered				PT 1000
United States	unregistered				EXPECTATIONS
United States	unregistered				THINK HEIL THINK AGAIN
United States	unregistered				HEIL INNOVATION STRIKES AGAIN
United States	unregistered				Design of Squiggly H (burgundy)
United States	unregistered				Parts Inc. & design
United States	unregistered				truck will sort of work.
United States	unregistered				BEAUTY IN THE BEAST
United States	unregistered				POWERTRAK™ COMMERCIAL
United States	1684375	28-Apr-92	74-172077	03-Jun-91	SIEBERT and Design
United States	unregistered				LOADER CONVENIENCE
United States	Unregistered				DOWN.
United States	Unregistered				H.E.I.L.
United States	Unregistered				Design
United States	2760515	02-Sep-03	78-192965	10-Dec-02	POWERTRAK
United States	Unregistered				SELECT REWORKS™
United States	1508009	11-Oct-88	73-469050	07-Mar-84	HALF/PACK
United States	Unregistered				SELECT REMOUNTS™
United States	1684376	28-Apr-92	74-172136	03-Jun-91	K KALYN and Design
United States	2763178	16-Sep-03	76-115065	23-Aug-00	DESIGN ONLY
United States	2542988	26-Feb-02	76-258371	17-May-01	STARR
United States	2415535	26-Dec-00	75-811293	29-Sep-99	Big Bite
United States	2335735	28-Mar-00	75-690977	26-Apr-99	DURAPACK
United States	2561521	16-Apr-02	76-162634	10-Nov-00	PYTHON
United States	domain name	19-Dec-01			Heil.biz
United States	unregistered				SHUR-LOCK™

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(The Heil Company)

COUNTRY	REGISTRATION #	REGISTERED DATE	SERIAL #	FILED DATE	MARK
United States	unregistered				TRUCKS THAT WORK
United States	unregistered				DUAL SWING-LINK
United States	unregistered				PASS [®] COLLECTION
United States	unregistered				C.A.R.T.S.™
United States	unregistered				SELECT-O-PACK™
United States	Unregistered				OPERATE-IN-GEAR-AT-IDLE™
United States	unregistered				AUTO-PACK™
United States	unregistered				VERSATILITY
United States	unregistered				SATELLITE
United States	unregistered				RECYCLE 2000™
United States	Unregistered				READY TRUCK™
United States	Unregistered				IT'S THE LEASE YOU CAN DO.
United States	Unregistered				CLASSIC BLUE CREDIT
United States	Unregistered				TODAY...FOR YOUR FRONT LINE FLEET
United States	unregistered				POWERLIFT™
United States	1032188	03-Feb-76	73-029608	15-Aug-74	RAPID RAIL Stylized Letters
United States	510917	14-Jun-49	71-538638	22-Oct-47	HEIL
United States			76-676508	07-May-07	HALF/PACK SIERRA Block Letters
United States	502668	05-Oct-48	71-538637	22-Oct-47	HEIL
United States			76-666721	28-Sep-06	TURNING Block Letters
United States	unregistered				Bite™ printed in its mouth
United States	3305236	09-Oct-07	76-670133	08-Dec-06	MULTITASK SL Block Letters
United States	2181895	18-Aug-98	75-223193	08-Jan-97	HEIL
United States	2260344	13-Jul-99	75-339662	12-Aug-97	HALF/PACK CLASSIC
United States	2806757	20-Jan-04	78-225295	13-Mar-03	MULTIPACK
United States			76-549625	22-Sep-03	PIRATE PARTS
United States	3062976	28-Feb-06	78-548480	17-Jan-05	Block Letters
United States	2151989	21-Apr-98	75-206905	25-Nov-96	HEIL and Design
United Kingdom	2165051	27-Apr-98	2165051	27-Apr-98	HEIL POWERLINK (STYLIZED)
United Kingdom	2195968	14-Sep-01	2195968	28-Apr-99	BIG BITE
United Kingdom	2298319	15-Nov-02	2298319	18-Apr-02	HEIL POWERTRAK and design
United Kingdom	2051084A	26-Sep-97	2051084A	13-Jan-96	BIG BITE
United Kingdom	2118916	14-Aug-98	2118916	17-Dec-96	HEIL and design
United Kingdom	2118913	19-Sep-97	2118913	17-Dec-96	HEIL
United Kingdom	1080725	07-Jul-77	1080725	07-Jul-77	THOMPSON
Thailand			565901	17-Sep-04	Heil
Thailand	TM228599	25-Oct-05	565902	17-Sep-04	Heil and oval design
Taiwan	790798	01-Feb-98			HEIL
Taiwan	102449	01-Sep-98	86-7460		HEIL and Oval Design
Taiwan	790831	01-Feb-98			HEIL & OVAL DESIGN
Taiwan	86-7460	01-Sep-98	102450		HEIL
Switzerland	P 332725			07-Mar-84	RAPID RAIL and design
Sweden	328617	23-Oct-98	199704078	25-Apr-97	HEIL
Sweden	328592	23-Oct-98	199702173	03-Mar-97	HEIL DESIGN ONLY
Spain	2123384	20-Apr-98	2123384_M	31-Oct-97	HEIL
Spain	2130284	20-May-98	2130284_M	04-Dec-97	HEIL and logo
South Africa (Zaire)	96/17374	16-Jan-01		04-Dec-96	Heil
South Africa (Zaire)	96/17444	05-Dec-96		05-Dec-96	HEIL and oval design
Singapore	T04/00428E	15-Jan-04	T04/00428E	15-Jan-04	Heil and oval design
Singapore	T04/00427G	15-Jan-04	T04/00427G	15-Jan-04	Heil
Puerto Rico	67456	19-Apr-06		18-Oct-05	Heil and design
Puerto Rico	67454	21-Apr-06		18-Oct-05	Heil
Philippines	4-1997-123684	27-Feb-02	123684	15-Aug-97	HEIL and oval design
Philippines	4-1997-123685	18-Jan-04	123685	15-Aug-97	HEIL and oval design

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COUNTRY	REGISTRATION #	REGISTERED DATE	SERIAL #	FILED DATE	MARK
Philippines	4-1997-123683	26-Jul-02	123683	15-Aug-97	Heil
Philippines	4-1997-123682	18-Oct-01	123682	15-Aug-97	Heil
Norway	121238	06-Jun-85	19840862	12-Mar-84	RAPID RAIL and Design
Mexico	570316	24-Feb-98	287178	17-Feb-97	HEIL and Design
Malaysia	97004359	12-Mar-97	4359/97	05-Apr-97	HEIL and oval design
Malaysia	97002417	12-Mar-03	2417/97	28-Feb-97	POWERLINK
Malaysia	97004333	20-Mar-01	4333/97	04-Apr-97	HEIL
Korea, South	4004208420000	11-Sep-98	4019970035509	30-Jul-97	HEIL and design
Korea, South	4100528760000	29-Jan-99	4119970010512	30-Jul-97	HEIL and design
Korea, South	4100506710000	11-Dec-98	4119970010511	30-Jul-97	HEIL
Korea, North	420842	11-Sep-98	97-035509		HEIL AND OVAL DESIGN
Korea, North	420841	11-Sep-98	97-035508		HEIL
Japan			H09-145267	05-Aug-97	HEIL
Japan	4334950	12-Nov-99	H09-143429	31-Jul-97	HEIL and Oval Design
Japan	9-143267				HEIL & OVAL DESIGN
Italy			20 2007 VE	29-Jan-07	HEIL
Italy	801420	29-Mar-00	97 6 VENEZIA	24-Jan-97	HEIL
Italy			32 2003 AN	31-Jan-03	HEIL e elemento figurativo (and Design)
Italy			31 2003 AN	31-Jan-03	HEIL scrittura di fantasia (stylized letters)
Italy	801485	24-Jan-00	97 VE)	16-May-97	HEIL and Design
Italy			182 2007 VE	28-May-07	HEIL e elemento figurativo (and design)
Indonesia	415706	27-Apr-98	J97 15255	25-Jul-97	Heil
Indonesia	415601	27-Apr-98	D97 15026	23-Jul-97	HEIL
Indonesia	415698	27-Apr-98	D97 15025	23-Jul-97	HEIL and Oval Design
Indonesia	415664	27-Apr-98	J97 15256	25-Jul-97	HEIL and Oval Design
India	1262130	12-Apr-06	1262130	20-Jan-04	Heil and oval design
India			777029		Heil
India			189694		Heil logo
India	1262131	15-Mar-07	1262131	20-Jan-04	Heil
Germany	39700665	02-Sep-98	39700665 9	10-Jan-97	HEIL & Oval Design
Germany	39532675	26-Apr-96	39532675 3	09-Aug-95	Powerlink
Germany	39700665	02-Sep-98	39700665	10-Jan-97	HEIL & Oval Design
Germany	39700668	13-Jan-98	39700668 3	10-Jan-97	HEIL
Germany	1078289	14-Jun-85	G 31240 12WZ	28-Mar-84	Rapid Rail (Stylized)
France	97687897	18-Jul-97	97 687897	18-Jul-97	HEIL et element figuratif (and design)
France	97686118	08-Jul-97	97 686118	08-Jul-97	HEIL
European	3026432	15-Dec-04	3026432	29-Jan-03	HEIL and design
European	003026408	03-Nov-05	3026408	29-Jan-03	Heil
European	3557253	08-Mar-05	3557253	16-Dec-03	HEIL EUROCYCLER stylized letters
European	2672657	14-Jan-04	2672657	18-Apr-02	POWERTRAK HEIL and design
Denmark	1985 4241 VR	13-Dec-85	1984 1449 VA	12-Mar-84	RAPID RAIL speciel skrift (stylized letters)
Denmark	VR199702961	11-Jul-97	VA 1078 1997	28-Feb-97	HEIL
Denmark	VR199702955	11-Jul-97	VA 618 1997	05-Feb-97	HEIL logo
Czech Republic	262788	10-May-04	188118	30-Jan-03	Heil and Oval Design
Czech Republic	262787	10-May-04	188117	30-Jan-03	Heil
Colombia	206.731	18-Mar-98	97.051.782	05-Sep-97	Heil and Oval Design
China	1286807	21-Jun-99	9800012211		HEIL
China	1406387				HEIL and Design
Chile	405933				HEIL
Chile	405932				HEIL and Design
Canada	486539	08-Dec-97	836650	17-Feb-97	HEIL & design
Canada	TMA486540	08-Dec-97	836649	17-Feb-97	HEIL
Canada	TMA516572	21-Sep-99	0855547	09-Sep-97	STARR SYSTEM and Design
Canada	569870	29-Oct-02	0864483	17-Dec-97	HALF/PACK CLASSIC

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COUNTRY	REGISTRATION #	REGISTERED DATE	SERIAL #	FILED DATE	MARK
Canada	TMA522565	31-Jan-00	0877802	21-Apr-98	DURAPACK
Canada	TMA575147	06-Feb-03	1009861	25-Mar-99	HALF/PACK
Canada	510006	25-Mar-99	833508	15-Jan-97	FORMULA
Cambodia	19648/04	11-May-04	20180/04	25-Feb-04	Heil
Cambodia	19649/04	11-May-04	20181/04	25-Feb-04	Heil and oval design
Brazil	819721328	27-Jul-99	819721328	20-Feb-97	HEIL and Oval Design
Brazil	819721310				HEIL
Brazil	819721301	27-Jul-99	819721301	20-Feb-97	HEIL
Brazil	819721298				HEIL
Benelux	398675	07-Feb-84	663537	07-Feb-84	RAPID RAIL and design
Australia	724452	27-Jan-98			HEIL
Australia	724451	27-Jan-98			HEIL & OVAL DESIGN
Australia	724452	19-Dec-96	724452	19-Dec-96	HEIL
Australia	724451	19-Dec-96	724451	19-Dec-96	HEIL
Argentina	1881717	13-Aug-02	2373017		HEIL
Argentina	2096254	07-Mar-00			HEIL and Oval Design
Argentina	2096255	07-Mar-00			HEIL and Oval Design
Argentina	1878264	04-Jul-02	2370509	27-Mar-02	Heil