

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

8836.3

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Donaldson Company, Inc.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Aircel LLC

Internal

Address: _____

Street Address: Box 470146, 7255 East 46th

City: Tulsa

State: Oklahoma

Country: _____ Zip: 74145-0146

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____

Other Limited Liability Co Citizenship _____
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) 11/03/2008

- Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

3,016,320

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Chad M. Hinrichs

Internal Address: _____

Street Address: 100 West 5th Street, 10th Floor

City: Tulsa

State: Oklahoma Zip: 74103

Phone Number: 918-595-4963

Fax Number: 918-595-4990

Email Address: iplaw@gablelaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number 501971

Authorized User Name Gable Gotwals

9. Signature:

Chad M. Hinrichs
Signature

11-7-8
Date

Chad M. Hinrichs

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1450

CH \$40.00 501971 3016320

ASSIGNMENT OF TRADEMARKS

This Assignment (the "Assignment") is made by and between Donaldson Company, Inc., a Delaware corporation ("Assignor"), and Aircel LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor has adopted, used, and is using the marks identified on the attached Exhibit A, (the "Marks"); and

WHEREAS, Assignee is desirous of acquiring all of Assignor's rights in the Marks worldwide and any applications and registrations therefor, including the applications and registrations identified on Exhibit A.

NOW, THEREFORE, for good and valuable consideration received by Assignor from Assignee, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment of Marks. Assignor hereby sells, assigns, transfers and conveys to Assignee all rights, title and interest in and to the Marks worldwide, and any applications and registrations therefor, including the applications and registrations identified on the attached Exhibit A, together with that part of the good will of the business associated with the use of and symbolized by the Marks, to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor if this sale, assignment and transfer had not been made.

2. Cooperation. Assignor hereby covenants and agrees to cooperate with Assignee so that Assignee may enjoy to the fullest extent the rights, title and interest herein conveyed. Such cooperation shall include prompt execution of all papers prepared at the expense of Assignee which are deemed necessary or desirable by Assignee to perfect in it the rights, title and interest herein conveyed.

3. Further Assurances. Assignor agrees to provide all further information and execute any further documents that may reasonably be necessary to complete the assignment of the Marks and to give effect to this Assignment.

[signature page follows]

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed and such Assignment is effective as of the date indicated below.

DATED: October 31, 2008

DONALDSON COMPANY, INC. (Assignor)

By: *Charles J. McMurray*
Name: CHARLES J. McMURRAY
Title: SENIOR VICE PRESIDENT

NOTARY CERTIFICATE

State of Minnesota

County of Scott

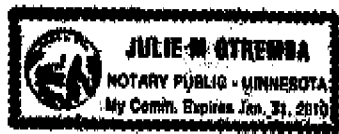
This instrument was signed or acknowledged before me this 31 day of October, 2008 by Charles McMurray, known to me to be the Senior Vice President of Donaldson Company, Inc.

1/31/2010
Commission Expires

Julie M. Ottenba
Notary Public

(Seal)

[Signature Page to Trademark Assignment]



AIRCEL LLC (Assignee)

By: [Signature]
Name: STEVEN E. MOELLER
Title: MANAGER

NOTARY CERTIFICATE

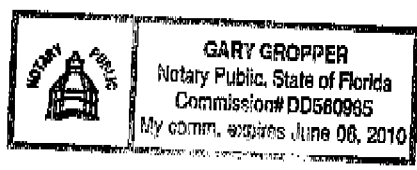
State of FL
County of Collier

This instrument was signed or acknowledged before me this 3 day of Nov., 2008 by

STEVEN E. MOELLER, known to me to be the MANAGER of ~~Willtech (TRC) Ltd.~~
AIRCEL LLC

6/6/10
Commission Expires

[Signature]
Notary Public



(Seal)

[Signature Page to Trademark Assignment]

EXHIBIT A

Trademarks:

1. Cold Cycle
2. N2CEL
3. AIRCEL Systems