

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EMERSON POWER TRANSMISSION MANUFACTURING, L.P.		09/29/2006	LIMITED PARTNERSHIP: MISSOURI

RECEIVING PARTY DATA

Name:	EMERSON POWER TRANSMISSION MANUFACTURING
Street Address:	7120 New Buffington Road
City:	Florence
State/Country:	KENTUCKY
Postal Code:	41042
Entity Type:	PARTNERSHIP: MISSOURI

PROPERTY NUMBERS Total: 59

Property Type	Number	Word Mark
Registration Number:	0719246	BROWNING
Registration Number:	0319489	MORFLEX
Registration Number:	0380006	SEAL MASTER
Registration Number:	0511897	BROWNING GRIPBELT
Registration Number:	0530254	GRIPBELT
Registration Number:	0683992	GEARBELT
Registration Number:	0702894	MVP
Registration Number:	0810762	SKWEZLOC
Registration Number:	0812094	BROWNING
Registration Number:	0867134	EVER-FLEX
Registration Number:	1140646	GRIDFLEX
Registration Number:	0814502	GRIPTWIST
Registration Number:	1318921	CODE 1

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900140524

**TRADEMARK
 REEL: 004040 FRAME: 0336**

Registration Number:	1400129	POWER-MATCH
Registration Number:	1425495	TORQTAPER
Registration Number:	1577330	TOPVEYOR
Registration Number:	1605293	HPT
Registration Number:	1723267	RAIDER
Registration Number:	1954366	POWERGEAR
Registration Number:	2037825	SEALMASTER
Registration Number:	2239365	EPT EDGE
Registration Number:	2491891	POWERGEAR
Registration Number:	2332535	B5V
Registration Number:	0403470	Q-D
Registration Number:	2689254	INTELLIGEAR
Registration Number:	2778282	INTELLIGEAR
Registration Number:	1848067	EPT
Registration Number:	2600062	BROWNING
Registration Number:	2426261	TORQ/PRO
Registration Number:	2308668	NSS
Registration Number:	2250839	NFS
Registration Number:	2320020	KK
Registration Number:	2412188	MOISTURE GUARD
Registration Number:	1150199	MULTI-TRAP
Registration Number:	2972624	BROWNING SPLIT TAPER
Registration Number:	0520887	GRIPLINK
Registration Number:	2051461	PLANETPOWER
Registration Number:	3049593	GOLDPLEX
Registration Number:	3428688	GOLDPLEX
Registration Number:	1461666	MCF
Registration Number:	3341760	MCGILL
Registration Number:	3349681	CORROGARD
Registration Number:	0801877	NYLAPLATE
Registration Number:	0805932	SPHERE-ROL
Registration Number:	0515977	MC-GILL
Registration Number:	0644433	CAMROL
Registration Number:	0882466	LUBRI-DISC
Registration Number:	1278688	TRAKROL

Registration Number:	0556998	GUIDEROL
Registration Number:	1098151	LAMBDA
Registration Number:	1435297	MCFR
Registration Number:	1406485	MCYR
Registration Number:	1406486	MCYRR
Registration Number:	1943740	MR
Registration Number:	1945736	MCFD
Registration Number:	1945737	MCYRD
Registration Number:	3304455	CAMROL
Registration Number:	0683644	CAGEROL
Registration Number:	3101589	EPT UNIVERSITY

CORRESPONDENCE DATA

Fax Number: (314)553-3713
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 314-553-2828
Email: chris.hayes@emerson.com
Correspondent Name: Christopher J. Hayes
Address Line 1: 4100 West Florissant Ave
Address Line 4: St. Louis, MISSOURI 63136

NAME OF SUBMITTER:	Christopher J. Hayes
Signature:	/Christopher J. Hayes/
Date:	08/07/2009

Total Attachments: 10
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CONFIRMATORY TRADEMARK ASSIGNMENT

This Confirmatory Trademark Assignment, effective as of September 29, 2006 (“**Effective Date**”), is between EMERSON POWER TRANSMISSION MANUFACTURING, L.P., a Missouri limited partnership (“**Assignor**”), having a principal place of business at 7120 New Buffington Road, Florence, Kentucky 41042, and EMERSON POWER TRANSMISSION MANUFACTURING, a Missouri general partnership (“**Assignee**”), having a principal place of business at 7120 New Buffington Road, Florence, Kentucky 41042.

RECITALS

- A. As of the Effective Date, the trademarks and applications and registrations therefore identified in **Appendix A** (collectively, the “**Trademarks**”) were owned by Assignor, a limited partnership, organized under the laws of the State of Missouri, composed of Emerson Power Transmission Bearings, Inc., a Delaware corporation, as the general partner and Emerson Power Transmission Drives and Components, Inc., a Delaware corporation, as the limited partner.
- B. On the Effective Date, Emerson Power Transmission Bearings, Inc. and Emerson Power Transmission Drives and Components, Inc., formed a general partnership under the laws of the State of Missouri pursuant to the Emerson Power Transmission Manufacturing Partnership Agreement dated September 29, 2006 (the “**Partnership Agreement**”).
- C. On the Effective Date, the limited partnership was cancelled per the certificate of cancellation attached as **Appendix B**.
- D. By operation of law and pursuant to the Partnership Agreement, upon cancellation of the limited partnership, all right, title and interest in and to the Trademarks was conveyed from the limited partnership (Assignor) to the general partnership (Assignee).
- E. As of the Effective Date, the business of Assignor to which the Trademarks pertain was ongoing and existing, and Assignee is the successor to the business of Assignor to which the Trademarks pertain (as required by 15 U.S.C. § 1060).
- F. The parties now desire to confirm and document passage of all right, title and interest in and to the Trademarks from Assignor to Assignee.

Therefore, in consideration of the foregoing recitals, the covenants set forth in the Partnership Agreement, one dollar (US \$1.00), and other good and valuable consideration, the receipt and sufficiency of which the parties acknowledge, the parties agree as follows:

ASSIGNMENT

Assignor hereby confirms its assignment, effective as of the Effective Date, and assigns to Assignee all right, title and interest in and to each of the Trademarks, including the listed registrations and applications for registration for each Trademark, any and all rights provided by international conventions and treaties, and the right to sue for past infringement and to keep for itself any recovery derived from any such infringement, together with the goodwill associated with such Trademarks.

By the signatures of their duly authorized representatives below, the parties ratify, endorse and confirm the assignments confirmed by this agreement.

**EMERSON POWER TRANSMISSION
MANUFACTURING, L.P.**

By: **Emerson Power Transmission
Bearings, Inc., General Partner**

By: Timothy G. Westman
Name: Timothy G. Westman
Title: Assistant Secretary

**EMERSON POWER TRANSMISSION
MANUFACTURING**

By: **Emerson Power Transmission
Bearings, Inc., Partner**

By: Timothy G. Westman
Name: Timothy G. Westman
Title: Assistant Secretary

STATE OF Missouri
COUNTY OF St. Louis

Subscribed and sworn to before me this 7th day
of August, 2009,

Joann M. Dore
Notary Public

My Commission Expires:

JOANN M DORE Notary Public - Notary Seal State of Missouri Commissioned for St. Louis County My Commission Expires: December 17, 2011 Commission Number: 07495339
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Witnessed by:
Christopher Hayes

STATE OF Missouri
COUNTY OF St. Louis

Subscribed and sworn to before me this 7th day
of August, 2009,

Joann M. Dore
Notary Public

My Commission Expires:

JOANN M DORE Notary Public - Notary Seal State of Missouri Commissioned for St. Louis County My Commission Expires: December 17, 2011 Commission Number: 07495339
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Witnessed by:
Christopher Hayes

And
By: **Emerson Power Transmission
Drives and Components, Inc.,
Partner**

By: Timothy G. Westman
Name: Timothy G. Westman
Title: Assistant Secretary

STATE OF Missouri
COUNTY OF St. Louis

Subscribed and sworn to before me this 7th day
of August, 2009,

Joann M. Dore
Notary Public

My Commission Expires:

JOANN M DORE Notary Public - Notary Seal State of Missouri Commissioned for St. Louis County My Commission Expires: December 17, 2011 Commission Number: 07495339
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Witnessed by:
Christopher Hayes

Attachments: Appendix A
Appendix B

Appendix A

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
1	KK	Germany	Registered	397330103	7/14/1997	39733010	3/04/1998
2	B5V	United States of America	Registered	74/192003	8/6/1991	1810243	12/07/1993
3	BROWNING	United States of America	Registered	72/110197	12/14/1960	719246	8/01/1961
4	MORFLEX	United States of America	Registered	71/348549	3/13/1934	319489	11/27/1934
5	SEALMASTER & Design	United States of America	Registered	71/427092	1/2/1940	380006	8/06/1940
6	BROWNING GRIPBELT	United States of America	Registered	71/546148	8/15/1947	511897	7/05/1949
7	GRIPBELT	United States of America	Registered	71/570358	12/11/1948	530254	9/05/1950
8	POWERGEAR & Design	United States of America	Registered	71/649694	5/21/1954	599487	12/14/1954
9	GEARBELT	United States of America	Registered	72/063149	11/25/1958	683992	8/25/1959
10	MVP	United States of America	Registered	72/088962	1/14/1960	702894	8/16/1960
11	SKWEZLOC	United States of America	Registered	72/205205	10/30/1964	810762	7/05/1966
12	BROWNING	United States of America	Registered	72/224065	7/23/1965	812094	8/02/1966
13	EVER-FLEX	United States of America	Registered	72/293621	3/19/1968	867134	3/25/1969
14	GRIDFLEX	United States of America	Registered	73/198479	12/29/1978	1140646	10/21/1980
15	GRIPWIST	United States of America	Registered	72/228882	9/29/1965	814502	9/06/1966

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
16	CODE 1	United States of America	Registered	73/437416	8/1/1983	1318921	2/12/1985
17	POWER-MATCH	United States of America	Registered	73/563627	10/17/1985	1400129	7/08/1986
18	TORQTAPER	United States of America	Registered	73/603867	6/12/1986	1425495	1/20/1987
19	TOPVEYOR	United States of America	Registered	73/801514	5/22/1989	1577330	1/16/1990
20	HPT	United States of America	Registered	73/804906	6/6/1989	1605293	7/10/1990
21	RAIDER	United States of America	Registered	74/149963	3/21/1991	1723267	10/13/1992
22	POWERGEAR	United States of America	Registered	74/561413	8/15/1994	1954366	2/06/1996
23	SEALMASTER	United States of America	Registered	74/685623	6/7/1995	2037825	2/11/1997
24	EPT EDGE	United States of America	Registered	75/209603	12/6/1996	2239365	4/13/1999
25	POWERGEAR (Stylized)	United States of America	Registered	75/796525	9/10/1999	2491891	9/25/2001
26	B5V	United States of America	Registered	75/687164	4/20/1999	2332535	3/21/2000
27	Q-D	United States of America	Registered	71/456760	11/11/1942	403470	9/28/1943
28	INTELLIGEAR & Design	United States of America	Registered	76/241038	4/11/2001	2689254	2/18/2003
29	INTELLIGEAR	United States of America	Registered	76/241127	4/11/2001	2778282	10/28/2003
30	EPT	United States of America	Registered	74/104809	10/10/1990	1848067	8/02/1994
31	BROWNING (Stylized)	United States of America	Registered	75/926852	2/23/2000	2600062	7/30/2002

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
32	TORQ/PRO	United States of America	Registered	75/703787	5/12/1999	2426261	2/06/2001
33	NSS	United States of America	Registered	75/498630	6/9/1998	2308668	1/18/2000
34	NFS	United States of America	Registered	75/311230	6/18/1997	2250839	6/08/1999
35	KK	United States of America	Registered	75/267116	3/28/1997	2320020	2/22/2000
36	MOISTURE GUARD	United States of America	Registered	75/781053	8/20/1999	2412188	12/12/2000
37	MXP	United States of America	Abandoned At §8 7/25/2009	76/045116	5/10/2000	2663958	12/17/2002
38	MULTI-TRAP	United States of America	Registered	73/204619	2/22/1979	1150199	4/07/1981
39	BROWNING SPLIT TAPER	United States of America	Registered	78/089732	10/23/2001	2972624	7/19/2005
40	GRIPLINK	United States of America	Registered	71/566024	9/28/1948	520887	2/07/1951
41	PLANETPOWER	United States of America	Registered	74/692572	6/23/1995	2051461	4/08/1997
42	GOLDPLEX	United States of America	Registered	78/483424	9/14/2004	3049593	1/24/2006
43	GOLDPLEX	United States of America	Registered	78/915956	6/23/2006	3428688	5/13/2008
44	MCF	United States of America	Registered	73/578172	1/17/1986	1461666	10/20/1987
45	MCGILL	United States of America	Registered	78/841341	3/20/2006	3341760	11/20/2007
46	CORROGARD	United States of America	Registered	78/704617	8/31/2005	3349681	12/04/2007
47	INTELLIGEAR & Design	Canada	Registered	1118134	10/11/2001	TMA638963	5/03/2005
48	INTELLIGEAR	Canada	Registered	1118133	10/11/2001	TMA644175	7/13/2005

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
49	BROWNING	China (Peoples Republic)	Registered	3673931	8/14/2003	3673931	6/14/2005
50	SEALMASTER & Design	China (Peoples Republic)	Registered	3673933	8/14/2003	3673933	9/28/2005
51	SKWEZLOC	China (Peoples Republic)	Registered	3673934	8/14/2003	3673934	6/14/2005
52	VALULINE	China (Peoples Republic)	Registered	3673935	8/14/2003	3673935	6/14/2005
53	RAIDER	China (Peoples Republic)	Pending	5963370	3/26/2007		
54	SEALMASTER	China (Peoples Republic)	Registered	3673932	8/14/2003	3673932	9/28/2005
55	EPT	China (Peoples Republic)	Registered	3673930	8/14/2003	3673930	6/14/2005
56	BROWNING (Stylized)	China (Peoples Republic)	Registered	3453181	1/31/2003	3453181	7/14/2004
57	MCGILL	China (Peoples Republic)	Registered	3897598	1/21/2004	3897598	2/07/2006
58	NYLAPLATE	China (Peoples Republic)	Pending	5885642	2/2/2007		
59	SPHERE-ROL	China (Peoples Republic)	Pending	5885641	2/2/2007		
60	CAGEROL	China (Peoples Republic)	Pending	5885658	2/2/2007		
61	CAMROL (Stylized)	China (Peoples Republic)	Pending	5885656	2/2/2007		
62	LUBRI-DISC	China (Peoples Republic)	Pending	5885653	2/2/2007		
63	TRAKROL	China (Peoples Republic)	Pending	5885640	2/2/2007		
64	GUIDEROL	China (Peoples Republic)	Pending	5885655	2/2/2007		

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
65	LAMBDA	China (Peoples Republic)	Pending	5885654	2/2/2007		
66	MCF	China (Peoples Republic)	Pending	5885652	2/2/2007		
67	MCFR	China (Peoples Republic)	Pending	5885650	2/2/2007		
68	MCYR	China (Peoples Republic)	Pending	5885649	2/2/2007		
69	MCYRR	China (Peoples Republic)	Pending	5885643	2/2/2007		
70	MCFD	China (Peoples Republic)	Pending	5885651	2/2/2007		
71	MCYRD	China (Peoples Republic)	Pending	5885644	2/2/2007		
72	CAMROL	China (Peoples Republic)	Pending	5885657	2/2/2007		
73	BROWNING (Stylized)	European Community	Registered	3085801	3/6/2003	3085801	6/18/2004
74	CORROGARD	France	Registered	63409160	2/9/2006	63409160	7/28/2006
75	SEALMASTER	Hong Kong	Registered	300098190AC	10/22/2003	300098190AC	9/24/2007
76	SEALMASTER	Hong Kong	Pending	300098190AD	10/22/2003		
77	SEALMASTER (Stylized)	Hong Kong	Registered	300098190AE	10/22/2003	300098190AE	9/24/2007
78	SEALMASTER (Stylized)	Hong Kong	Pending	300098190AF	10/22/2003		
79	BROWNING (Stylized)	India	Pending	1184529	3/21/2003		
80	CORROGARD	Libya	Pending	6717	4/23/2006		
81	INTELLIGEAR & Design	Mexico	Registered	511382	10/11/2001	765345	10/30/2002
82	INTELLIGEAR	Mexico	Registered	511383	10/11/2001	736292	2/28/2002
83	CORROGARD	Saudi Arabia	Registered	102900	2/5/2006	90494	3/25/2007
84	MCF	United Kingdom	Registered	2108663	8/29/1996	2108663	3/07/1997
85	MCYR	United Kingdom	Registered	2108658	8/29/1996	2108658	3/07/1997
86	MCFD	United Kingdom	Registered	2108659	8/29/1996	2108659	3/07/1997

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
87	MCYRD	United Kingdom	Registered	2108650	8/29/1996	2108650	5/02/1997
88	NYLAPLATE	United States of America	Registered	72/214889	3/24/1965	801877	1/11/1966
89	SPHERE-ROL	United States of America	Registered	72/205309	11/2/1964	805932	3/22/1966
90	MCGILL (Stylized)	United States of America	Registered	71/549558	2/12/1948	515977	10/04/1949
91	CAMROL (Stylized)	United States of America	Registered	71/681609	2/14/1955	644433	4/23/1957
92	NYLAPLATE-K	United States of America	Abandoned At §8 5/16/2009	72/276849	7/26/1967	857043	9/17/1968
93	LUBRI-DISC	United States of America	Registered	72/321250	3/10/1969	882466	12/16/1969
94	TRAKROL	United States of America	Registered	73/420036	4/4/1983	1278688	5/22/1984
95	GUIDEROL	United States of America	Registered	71/614308	5/24/1951	556998	4/1/1952
96	LAMBDA	United States of America	Registered	73/145875	10/25/1977	1098151	8/1/1978
97	MCFR	United States of America	Registered	73/578138	1/17/1986	1435297	4/7/1987
98	MCYR	United States of America	Registered	73/578140	1/17/1986	1406485	8/26/1986
99	MCYRR	United States of America	Registered	73/578165	1/17/1986	1406486	8/26/1986
100	MR	United States of America	Registered	74/572288	9/12/1994	1943740	12/26/1995
101	MCFD	United States of America	Registered	74/628831	2/2/1995	1945736	1/2/1996
102	MCYRD	United States of America	Registered	74/628849	2/2/1995	1945737	1/2/1996
103	CAMROL	United States of America	Registered	78/841374	3/20/2006	3304455	10/2/2007
104	CAGEROL	United States of America	Registered	72/069160	3/09/1959	683644	8/18/1959
105	EPT UNIVERSITY	United States of America	Registered	78/345134	12/23/2003	3101589	6/06/2006

	Trademark	Country	Status	App. Number	Filing Date	Reg. No.	Reg. Date
106	CORROGARD	Egypt	Registered	182949	2/19/2006	182949	1/31/2008

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF CANCELLATION
Corrected as of March 31, 2008

WHEREAS,


EMERSON POWER TRANSMISSION MANUFACTURING, L.P.
LP0009019

filed its Certificate of Cancellation with this office on 28th day of September, 2006, and whereas that filing was found to conform to the Uniform Limited Partnership Act;

I, ROBIN CARNAHAN, Secretary of State of Missouri, by virtue of the authority vested in me by law do hereby certify that the above entity's certificate of limited partnership is this date dissolved and cancelled.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 28th day of September, 2006.

Effective Date: September 29, 2006


Secretary of State

