

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
Axia Incorporated		03/12/2010	CORPORATION: DELAWARE
Ames Taping Tool Systems, Inc.		03/12/2010	CORPORATION: DELAWARE
TapeTech Tool Co., Inc.		03/12/2010	CORPORATION: DELAWARE
Ames Holding Corp.		03/12/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Axia Acquisition Corporation
Street Address:	3305 Breckinridge Boulevard
Internal Address:	Suite 100
City:	Duluth
State/Country:	GEORGIA
Postal Code:	30096
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	0804603	AMES
Registration Number:	0793165	AMES
Registration Number:	0804868	AMES
Registration Number:	2837824	AMES
Registration Number:	2797019	BAZOOKA
Serial Number:	77878695	
Registration Number:	2775006	EASY CLEAN
Registration Number:	2781520	FEATHER-LITE
Registration Number:	2816307	MAXIZOOKA
Registration Number:	2797020	MINIZOOKA
Registration Number:	2817212	MUDRUNNER

OP \$465.00 0804603

Registration Number:	3589151	POWER ASSIST
Registration Number:	2815052	PREMIER INTERNATIONAL
Serial Number:	77911037	RENT THE BEST OWN THE BEST
Registration Number:	3511510	SKYSWIPER
Registration Number:	2199221	TAPEMASTER
Registration Number:	2785831	TAPETECH
Registration Number:	3354668	XTENDER

CORRESPONDENCE DATA

Fax Number: (312)863-7477
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312.201.3977
Email: tmapps@goldbergkohn.com
Correspondent Name: Oscar L. Alcantara
Address Line 1: 55 East Monroe Street
Address Line 2: Suite 3300
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	6425.016 AXIA TM ASSIGN
NAME OF SUBMITTER:	Oscar L. Alcantara
Signature:	/Oscar L. Alcantara/
Date:	03/15/2010

Total Attachments: 14
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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks ("Assignment") is made this 12th day of March, 2010 between Axia Incorporated, a Delaware corporation, Ames Taping Tool Systems, Inc., a Delaware corporation, TapeTech Tool Co., Inc., a Delaware corporation, and Ames Holding Corp., a Delaware corporation (collectively, "Assignors") in favor of Axia Acquisition Corporation, Delaware corporation ("Assignee"). Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Asset Purchase Agreement dated February 8, 2010 between Assignors and Assignee (the "Purchase Agreement").

WHEREAS, Assignors, respectively, are the sole and exclusive owner of the trademarks and service marks set forth on **Exhibit A** attached hereto, together with any common law rights in such marks and the goodwill associated therewith (the "Trademarks"), and

WHEREAS, Assignors agreed to assign certain of its intellectual property assets, including, without limitation, the Trademarks, to Assignee pursuant to the terms of the Purchase Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors do hereby assign, grant and convey to Assignee and its successors and assigns:

1. All right, title and interest of Assignors, throughout the world, in and to the Trademarks, together with the goodwill of the Business associated with the use of and symbolized by the Trademarks, and any and all applications (including both use and intent-to-use applications) and issued registrations with respect to the same, and the right to sue, recover damages and bring action for any and all infringements and unauthorized uses of the Trademarks; and

2. All right, title, and interest of Assignors, throughout the world, in and to any other trademarks and service marks utilized in connection with products and/or services manufactured, marketed, distributed and/or sold by and/or on behalf of Assignors in connection with the Business, if any, whether or not registered, together with the goodwill of the Business associated with the use of and symbolized by such marks and names, any associated registrations of such marks and names, and the right to sue and bring action for any and all infringements and unauthorized uses of such marks and names.

In the event that any of the Assignors or the Assignee becomes aware after the date hereof of any intellectual property assets owned by any of the Assignors that would, if properly scheduled, have been considered Trademarks as of the date hereof, then Assignee shall be entitled to add such items to **Exhibit A** and such items shall be deemed to be "Trademarks" hereunder for all purposes of this Assignment.

Assignors will, upon request of Assignee, execute any other documents which may be reasonably necessary or reasonably requested by Assignee to perfect in Assignee the rights, title and interest herein conveyed in the United States or in any other country.

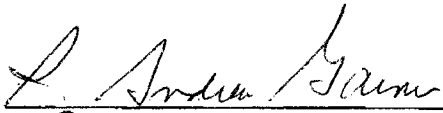
This Assignment shall be governed by and construed in accordance with the laws of the State of New York. The terms and conditions of this Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns. This Assignment may be executed in one or more counterparts, each of which shall be deemed to be an original and all of which, when taken together, shall be deemed to constitute one and the same instrument.

[SIGNATURE PAGES FOLLOW]

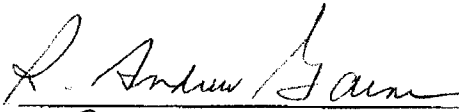
IN TESTIMONY WHEREOF, each party has executed this Assignment of Trademarks on the day and year first above written.

ASSIGNORS:

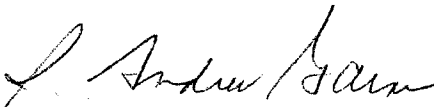
X AXIA INCORPORATED


By: R. Andrew Garner
Title: VP + CFO

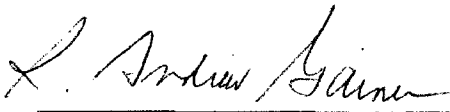
X AMES TAPING TOOL SYSTEMS, INC.


By: R. Andrew Garner
Title: VP + CFO

X TAPETECH TOOL CO., INC.



By: R. Andrew Garner
Title: VP + CFO

X AMES HOLDING CORP.


By: R. Andrew Garner
Title: VP + CFO

X ASSIGNEE:

AXIA ACQUISITION CORPORATION


By: Christopher Brotners
Title: President

Signature Page to Assignment of Trademarks

TRADEMARK
REEL: 004167 FRAME: 0186

**CERTIFICATE OF ACKNOWLEDGMENT
FOR AXIA INCORPORATED**

STATE OF GA,
COUNTY OF Gwinnett SS.

I, M J Thomas, a Notary Public in and for the County and State aforesaid, do hereby certify that Andrew Garner personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that she signed, sealed and delivered the said instrument as a free act and deed with authority to do so. IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 5th day of March, 2010.

M J Thomas
Notary Public

M J THOMAS
NOTARY PUBLIC
Commission Expires: GWINNETT COUNTY, GEORGIA
MY COMMISSION EXPIRES 09/25/12

CERTIFICATE OF ACKNOWLEDGMENT
FOR AMES TAPING TOOL SYSTEMS, INC.

STATE OF GA)
COUNTY OF Gwinnett) SS.

I, M.J. Thomas, a Notary Public in and for the County and State aforesaid, do hereby certify that Andrew Garner personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that she signed, sealed and delivered the said instrument as a free act and deed with authority to do so. IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 5th day of March, 2010.

M.J. Thomas
Notary Public
M.J. THOMAS
NOTARY PUBLIC
GWINNETT COUNTY, GEORGIA
MY COMMISSION EXPIRES 09/25/12
Commission Expires: _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

On 03/04/2010 before me, RACHEL MARIE WRIGHT, NOTARY PUBLIC

personally appeared CHRISTOPHER BROTHERS

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Rachel Marie Wright

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

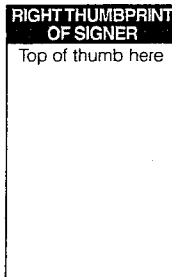
Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

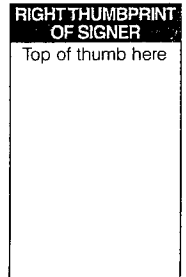
- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

Exhibit A

Trademarks and Service Marks

Mark	Country	Classes Goods/Services	App. No. Filing Date	Reg. No. Reg. Date	Status	Owner
AMES	Australia	(08) hand-operated automatic and non-automatic taping machines, and attachments therefor - including, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws; all of the foregoing being drywall finishing tools being goods in class 8	1243861 5/30/2008	1243861 3/26/2009	Registered	Axia Incorporated
AMES	European Community	(07) automatic taping machines, and attachments therefor namely, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, hawks, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws (08) non-automatic taping tools (hand powered), and attachments therefor namely, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, hawks, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws (19) tape used in wallboard construction and drywall outlet reinforcements (37) rental of automatic taping	6985451 6/4/2008	6985451 8/10/2009	Registered	Axia Incorporated

Mark	Country	Classes Goods/Services	App. No. Filing Date	Reg. No. Reg. Date	Status	Owner
		machines used in taping and finishing gypsum drywall joints to the construction industry, and specially designed corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders and loading pumps used therewith				
AMES	US	(08) automatic and non-automatic taping machines, and attachments therefor-namely, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, hawks, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws	72/188070 3/6/1964	804603 3/1/1966	Renewed	Axia Incorporated
AMES	US	(19) tape used in wallboard construction, and drywall outlet reinforcements	72/188714 3/16/1964	793165 7/27/1965	Renewed	Axia Incorporated
AMES	US	(37) rental of automatic taping machines used in taping and finishing gypsum drywall joints to the construction industry, and specially designed corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders and loading pumps used therewith	72/188071 3/6/1964	804868 3/1/1966	Renewed	Axia Incorporated
AMES & DESIGN	US	(07) drywall taping machines (08) hand-held drywall taping tools, namely, block sanders, universal sanders, knives and drywall hammers (16) instruction manuals, newsletters, publications and other promotional materials, namely, brochures, prices lists, and updates related to the drywall industry (17) joint tape used in drywall and wallboard construction	76/449287 9/13/2002	2837824 5/4/2004	Registered	Ames Taping Tool Systems, Inc.
BAZOOKA	Canada	(08) dry wall taping tools	581061 3/30/1987	337979 3/11/1988	Renewed	Ames Taping Tool Systems, Inc.
BAZOOKA	US	(08) hand-operated drywall taping tools, namely drywall tape applicators and drywall tape rollers	76/449280 9/13/2002	2797019 12/23/2003	Registered	Ames Taping Tool Systems, Inc.

Mark	Country	Classes Goods/Services	App. No. Filing Date	Reg. No. Reg. Date	Status	Owner
BLACK AND GOLD STILTS DESIGN	US	(6) metal stilts, namely leg extension devices for workers in the construction industry	77/878695 11/23/2009		Pending	Axia Incorporated
EASY CLEAN	Canada	(08) pump used in connection with drywall taping tools	655156 4/12/1990	405131 11/20/1992	Renewed	Axia Incorporated
EASY CLEAN	US	(08) hand-operated drywall finishing tools	76/449039 9/13/2002	2775006 10/21/2003	Registered	Ames Taping Tool Systems, Inc.
EASYCLEAN	Canada	(08) hand-powered automatic and non-automatic drywall taping tools and a hand-operated pump used in connection with the drywall taping tools; hand-operated drywall finishing tools	703367 4/22/1992	427787 5/27/1994	Renewed	Axia Incorporated
FEATHER-LITE	US	(08) drywall taping tools, namely, finishing knives, taping knives, sanding poles and mud pans	76/449041 9/13/2002	2781520 11/11/2003	Registered	Ames Taping Tool Systems, Inc.
MAXIZOOKA	US	(08) hand-operated drywall tapers	76/449042 9/13/2002	2816307 2/24/2004	Registered	Ames Taping Tool Systems, Inc.
MINIZOOKA	Canada	(08) hand-powered automatic drywall taping tools; drywall finishing tools	699976 2/28/1992	408216 2/12/1993	Renewed	Ames Taping Tool Systems, Inc.
MINIZOOKA	US	(08) hand-operated drywall taping tools, namely drywall tape applicators and drywall tape rollers	76/449286 9/13/2002	2797020 12/23/2003	Registered	Ames Taping Tool Systems, Inc.
MUDRUNNER	US	(07) power operated hand tools, namely, corner drywall tape applicator	78/197464 12/23/2002	2817212 2/24/2004	Registered	Ames Taping Tool Systems, Inc.
POWER ASSIST	US	(08) hand tools, namely, drywall flat finisher	78/910553 6/16/2006	3589151 3/10/2019	Registered	Ames Taping Tool Systems, Inc.
PREMIER INTERNATIONAL	Australia	(08) hand tools and implements; drywall taping tools; parts and accessories for the aforementioned goods	949712 4/8/2003	949712 9/22/2003	Registered	Ames Taping Tool Systems Co.
PREMIER INTERNATIONAL	European Community	(08) drywall taping tools	3055449 2/14/2003	3055449 11/3/2004	Registered	Ames Taping Tool Systems, Inc.
PREMIER INTERNATIONAL	US	(08) manually operated drywall taping tools in the nature of drywall tape applicators	78/212828 2/10/2003	2815052 2/17/2004	Registered	Ames Taping Tool Systems, Inc.
RENT THE BEST OWN THE BEST	US	(35) retail store services for hand and power tools and supplies for drywall installation (37) rental services for specialized drywall taping and finishing tools	77/911037 1/13/2010		Pending	Axia Incorporated
SKYSWIPER	US	(08) hand tools, namely, drywall finishing tools	77/399287 2/18/2008	3511510 10/7/2008	Registered	Ames Taping Tool Systems, Inc.

Mark	Country	Classes Goods/Services	App. No. Filing Date	Reg. No. Reg. Date	Status	Owner
TAPEMASTER	US	(08) hand-operated drywall taping and finishing tools, namely, automatic taper, finisher, angle applicator, angle roller, angle head, adjustable angle head, angle head handle, flat box, box handle, nail spotter, loading pump, corner finisher and finisher handle	75/137089 7/22/1996	2199221 10/27/1998	Renewed	Axia Incorporated
TAPETECH	Australia	(08) handtools including drywall taping tools; parts and accessories therefor	1244445 6/4/2008	1244445 5/20/2009	Registered	Axia Incorporated
TAPETECH	Canada	(08) hand-powered automatic and non-automatic taping machines and attachments namely broadknives, long-armed joint compound dispensing tool, pumps for loading taping machines, screens, gaskets, o-rings, nylon seats, blades, cables, rollers for use in corners, finishers for use in corners, applicators used to distribute joint compound into interior angles, finishers for use on flat surfaces, applicators used to lay joint compound on flat or surfaces and corner joints, extension pieces used to increase tool arm length, handles used to extend length of tools; hand-operated automatic and non-automatic drywall taping tools and component parts therefor, namely, broadknives, long-armed joint compound dispensing tool, pumps for loading taping machines, screens, gaskets, o-rings, nylon seats, blades, cables, rollers for use in corners, finishers for use in corners, applicators used to distribute joint compound into interior angles, finishers for use on flat surfaces, applicators used to lay joint compound on flat or surfaces and corner joints, extension pieces used to increase tool arm length, handles used to extend length of tools	697219 1/15/1992	421433 12/24/1993	Renewed	Axia Incorporated
TAPETECH	European Community	(08) drywall taping tools; parts and accessories therefor	4928628 2/23/2006	4928628 4/10/2007	Registered	Axia Incorporated
TAPETECH	US	(08) manually operated drywall taping tools in the nature drywall tape applicators	76/449282 9/13/2002	2785831 11/25/2003	Registered	Ames Taping Tool Systems, Inc.
XTENDER	Australia	(08) hand tools and implements excluding expanders, spanners and wrenches; drywall finisher tools	1121440 6/29/2006	1121440 6/29/2006	Registered	Ames Taping Tool Systems, Inc.
XTENDER	Canada	(08) drywall finisher tools	1307314 6/28/2006	727012 10/27/2008	Registered	Ames Taping Tool Systems, Inc.

Mark	Country	Classes Goods/Services	App. No. Filing Date	Reg. No. Reg. Date	Status	Owner
XTENDER	European Community	(08) drywall finisher tools	5199674 6/29/2006	5199674 6/14/2007	Registered	Ames Taping Tool Systems, Inc.
XTENDER	New Zealand	(08) drywall finisher tools	750412 6/29/2006	750412 6/16/2006	Registered	Ames Taping Tool Systems, Inc.
XTENDER	US	(08) handles for hand-operated drywall finishing tools	78/910571 6/16/2006	3354668 12/11/2007	Registered	Ames Taping Tool Systems, Inc.