

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
MTD Products Australia Pty Ltd		06/02/2010	LIMITED LIABILITY COMPANY: AUSTRALIA
RECEIVING PARTY DATA			
Name:	MTD Products Inc		
Street Address:	5903 Grafton Road		
City:	Valley City		
State/Country:	OHIO		
Postal Code:	44280-9711		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1188373	ROVER	
CORRESPONDENCE DATA			
Fax Number:	(216)642-8826		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	216-642-3342		
Email:	whvipgroup@wegmanlaw.com		
Correspondent Name:	Wegman, Hessler & Vanderburg		
Address Line 1:	6055 Rockside Woods Blvd.		
Address Line 2:	Suite 200		
Address Line 4:	Cleveland, OHIO 44131		
ATTORNEY DOCKET NUMBER:	040158 1803T1		
NAME OF SUBMITTER:	Bruce E. Peacock		
Signature:	/bep/		

CH \$40.00 1188373

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**TRADEMARK
 REEL: 004230 FRAME: 0617**

Date:

06/24/2010

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT, effective May 1, 2010, is given by and between MTD Products Australia Pty Ltd ACN 004 873 572 of 6-8 Zenith Road, Dandenong South, Victoria, Australia 3175 (hereinafter "ASSIGNOR") and MTD Products Inc, a corporation of the State of Delaware, United States of America, having a place of business at 5903 Grafton Road, Valley City, Ohio 44280-9711 (hereinafter "ASSIGNEE").

WHEREAS, ASSIGNOR has agreed to assign, to the extent transferable or assignable, and ASSIGNEE has agreed to purchase, all ASSIGNOR'S right, title and interest in and to the trademarks and trademark applications set forth in the attached Schedule (all of which are collectively referred to hereinafter as the "TRADEMARKS").

WHEREAS, the parties intend to set forth the rights and obligations of each party in a document that will facilitate recordation of the TRADEMARKS with appropriate authorities throughout the world.

NOW, THEREFORE, in consideration of the mutual promises set forth herein and of the sum of One Dollar (\$1.00 USA) in hand paid to ASSIGNOR by ASSIGNEE, receipt of which is hereby acknowledged, the parties hereby intending to be legally bound agree as follows:

1. ASSIGNOR has sold, assigned, and transferred and does hereby sell, assign, and transfer unto ASSIGNEE, its successors and assigns, ASSIGNOR'S entire right, title, and interest in and to the TRADEMARKS, together with the goodwill of the business in connection with which the TRADEMARKS are used, and all rights and privileges pertaining to the TRADEMARKS, including all rights of recovery for past infringement thereof and for renewal of the registrations thereof for subsequent terms, the same to be held and enjoyed by ASSIGNEE, its successors and assigns, as fully as the same would have been held and enjoyed by ASSIGNOR had this sale, assignment, and transfer not been made.

2. ASSIGNOR must, at the ASSIGNEE'S expense, provide to the ASSIGNEE such assistance as the ASSIGNEE may reasonably request in relation to prosecuting the TRADEMARKS (including defending any opposition proceedings), or maintaining or renewing the TRADEMARKS.

IN WITNESS WHEREOF, each party has caused its authorized representative to execute or acknowledge this ASSIGNMENT.

SCHEDULE

Mark	Country	Registered Number	Class	Renewal Date/Status
ROVER (Stylized)	United States	1188373	7	2 Feb 2012

ASSIGNOR

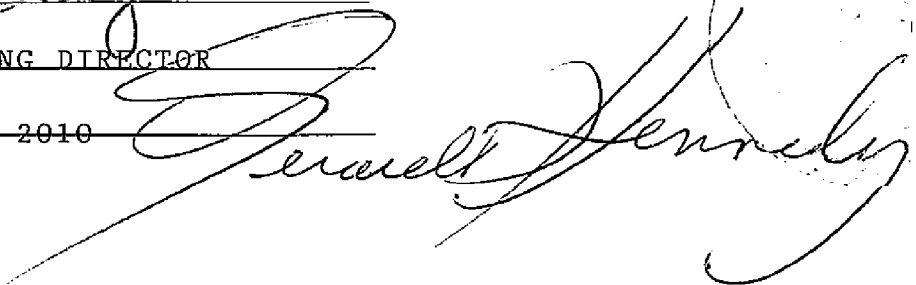
MTD Products Australia Pty Ltd ACN 004 873 572

Name: LES RILEY

By: 

Title: MANAGING DIRECTOR

Date: 2 JUNE 2010



ASSIGNEE


MTD Products Inc

Name: Terry R. Hollister

By: 

Title: General Counsel & Secretary

Date: June 14, 2010


LORI L. CROOKS
NOTARY PUBLIC • STATE OF OHIO
Recorded in Summit County
My commission expires April 11, 2014