

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
AAF-MCQUAY, INC.		12/31/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	AMERICAN AIR FILTER COMPANY, INC.
<b>Street Address:</b>	10300 Ormsby Park Place
<b>Internal Address:</b>	Suite 600
<b>City:</b>	Louisville
<b>State/Country:</b>	KENTUCKY
<b>Postal Code:</b>	40223
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 56**

Property Type	Number	Word Mark
Registration Number:	2489394	DURAFLEX
Registration Number:	3222239	DURASHIELD
Registration Number:	813442	DYNAPURE
Registration Number:	2231591	ELECTROKLEAN
Registration Number:	1074950	FABRI-PULSE
Registration Number:	3966982	HELIOR
Registration Number:	2475039	HYDROCEL
Registration Number:	835932	KINFACTOR
Registration Number:	2651817	MAILSHELTER
Registration Number:	2747644	MEGACEL
Registration Number:	3568098	MICROKLEAN
Registration Number:	2043683	OPTIFLO
Registration Number:	2126299	OPTIFLO DUSTCATCHER

OP \$1415.00 2489394

Registration Number:	2422262	PERFECTPLEAT
Registration Number:	792917	ROLL-O-MAT
Registration Number:	3256102	ROLL-O-MATIC
Registration Number:	607283	ROLL-O-MATIC
Registration Number:	589862	ROTO-CLONE
Registration Number:	3844568	SAAFDETECT
Registration Number:	3068239	STRATADENSITY
Registration Number:	1413242	SURE-FLOW
Registration Number:	968629	VARICEL
Registration Number:	2887025	VARISORB
Serial Number:	85482413	VITCACEL
Serial Number:	85216052	SAAFSHIELD
Serial Number:	77788332	MEGAPAK
Serial Number:	77537047	MEGASORB
Registration Number:	3602267	AAF
Registration Number:	847371	AAF
Registration Number:	535996	AAF
Registration Number:	553028	AAF
Registration Number:	510447	AAF
Registration Number:	530183	AAF
Registration Number:	3709969	AAF GREEN
Registration Number:	2022617	AIRDEMON
Registration Number:	1226571	AM-AIR
Registration Number:	985491	AMER-FRAME
Registration Number:	538999	AMER-GLAS
Registration Number:	2885874	AMERICANAIRFILTER
Registration Number:	666306	AMER-KOOL
Registration Number:	1309888	AMER-PAK
Registration Number:	1256770	AMER-SEAL
Registration Number:	2960077	AMERSORB
Registration Number:	3032289	AMERSORB
Registration Number:	975479	ARRESTALL
Registration Number:	782838	ASTROCEL
Registration Number:	2968215	ASTROPAK
Registration Number:	995280	BETTER AIR IS OUR BUSINESS

	3618047	BIOCEL
Registration Number:	1919533	BIO-CEL I
Registration Number:	3107471	BIOPAK
Registration Number:	377820	CYCOIL
Registration Number:	2195533	DIRT DEMON
Registration Number:	3045448	DIRT DEMON DUST SHIELD
Registration Number:	724498	DRI-PAK
Registration Number:	1102617	DURACEL

**CORRESPONDENCE DATA**

Fax Number: (502)589-0309  
Phone: 5025895235  
Email: mwilliams@wyattfirm.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Correspondent Name: Matthew A. Williams  
Address Line 1: 500 West Jefferson Street  
Address Line 2: Suite 2800  
Address Line 4: Louisville, KENTUCKY 40202

ATTORNEY DOCKET NUMBER:	048899.3
NAME OF SUBMITTER:	Matthew A. Williams
Signature:	/Matthew A. Williams/
Date:	03/02/2012

Total Attachments: 3  
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**ASSIGNMENT OF U.S. TRADEMARKS**

THIS ASSIGNMENT OF U.S. TRADEMARKS ("Assignment") is made, executed, and delivered as of December 31, 2011 by AAF-MCQUAY, INC., a Delaware corporation ("Assignor"), to AMERICAN AIR FILTER COMPANY, INC., a Delaware corporation ("Assignee").

WHEREAS, Assignor and Assignee have entered into a Business Transfer Agreement, dated as of December 31, 2011 (the "Agreement"), pursuant to which Assignor agreed, among other things, to sell, convey, assign, transfer, and deliver to Assignee all of Assignor's right, title, and interest in and to the U.S. Marks (such term and all other capitalized terms used but not defined herein have the meanings ascribed to such terms in the Agreement), all as more particularly described in the Agreement, for consideration in the amount, and on the terms and conditions, provided in the Agreement; and

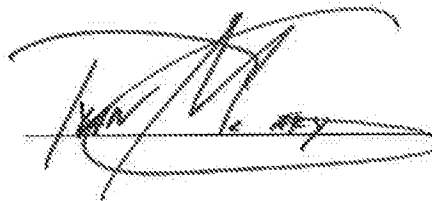
WHEREAS, Assignee and Assignor now desire to carry out the intent and purpose of the Agreement by Assignor's execution and delivery of this instrument evidencing the sale, conveyance, assignment, transfer, and delivery by Assignor to Assignee of all of Assignor's right, title, and interest in and to the U.S. Marks, including the registrations and applications listed on Exhibit A hereto, all subject to the terms and conditions of the Agreement.

NOW THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration to Assignor, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, conveys, assigns, transfers, and delivers unto Assignee and its successors and assigns any and all of Assignor's right, title, and interest in and to the U.S. Marks together with the goodwill of the business connected with the use of and symbolized by the U.S. Marks and all causes of action arising prior to or after the date hereof for infringement of the U.S. Marks or unfair competition regarding the same, subject to the terms and conditions of the Agreement.

IN WITNESS WHEREOF, this Assignment of U.S. Trademarks has been duly executed and delivered on behalf of Assignor as of the date first written above.

ASSIGNOR:  
AAF-MCQUAY, INC.

By: \_\_\_\_\_



Title: SECRETARY

**EXHIBIT A  
U.S. MARKS**

Mark	Registration or Serial Number
AAF	3602267
AAF	847331
AAF	535996
AAF	533028
AAF & design	510447
AAF & design	530183
AAF GREEN	3709969
AIRDEMON	2022617
AM-AIR	1226571
AMER-FRAME	985491
AMER-GLAS	538999
AMERICANAIRFILTER	2885874
AMER-KOOL	666306
AMER-PAK	1309888
AMER-SEAL	1256770
AMERSORB	2960077
AmerSorb	3032289
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ASTROPAK	2968213
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MEGASORB	77537047
MICROKLEAN	3568098
OPTIFLO	2043683
OPTIFLO DUSTCATCHER	3126299
PERFECTPLEAT	3422262
ROLL-O-MAT	792917
ROLL-O-MATIC	3256102
ROLL-O-MATIC	607283
ROTO-CLONE	589862
SAAPDETECT	3844568
SAAPSHIELD	85216052
STRATADENSITY	3068239
SURE-FLOW	1413242
VARICEL	968629
VARISORB	2887025
VITCAcid	85482413