

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
HI-TEMP INCORPORATED		08/01/1999	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Hi-Temp Acquisition Corp.
Street Address:	75 East Lake Street
City:	Northlake
State/Country:	ILLINOIS
Postal Code:	60164
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2361629	TUFF-KOAT
Registration Number:	2361630	TUFF-KOAT
Registration Number:	1999470	HI-TEMP
Registration Number:	1996774	HI-TEMP
Registration Number:	1973794	HI-TEMP

CORRESPONDENCE DATA

Fax Number: 9147234301
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 914-723-4300
 Email: rduff@lsllp.com
 Correspondent Name: Renee L. Duff
 Address Line 1: Lackenbach Siegel LLP
 Address Line 2: One Chase Road
 Address Line 4: Scarsdale, NEW YORK 10583

ATTORNEY DOCKET NUMBER:	WOLLM. GEN (1)
NAME OF SUBMITTER:	Renee L. Duff
Signature:	/RLD/
Date:	08/06/2012
Total Attachments: 8 source=Bluewater Affidavit -- IP Assignment (Executed)#page1.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page2.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page3.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page4.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page5.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page6.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page7.tif source=Bluewater Affidavit -- IP Assignment (Executed)#page8.tif	

4. HTI was sold and purchased by Hi-Temp Acquisition Corp., a Delaware corporation (“HTA”), on or about August 1, 1999.

5. In the purchase of HTI, HTA acquired all of the assets of HTI, including the right, title and interest in the Trademarks and the goodwill represented by and associated with the Trademarks.

6. On August 1, 1999 HTA had its corporate name amended and changed to Hi-Temp Heat Treating, Inc by filing a Certificate of Amendment with the Delaware Secretary of State. Attached as Exhibit A is a certified copy, dated July 24, 2012 of the Certificate of Amendment from the Delaware Secretary of State, Division of Corporations, reflecting that name change.

7. On June 30, 2006, an Assignment of Trademarks agreement was executed by Hi-Temp Heat Treating, Inc., to the Company, thereby transferring the right, title, and interest in the Trademarks, including the goodwill of the businesses associated therewith to the Company, and attached hereto as Exhibit B.

Kurt Gesler
Name: _____

Sworn to before me

This 2nd day of August, 2012

Alysi Ayenacker

Notary Seal



Exhibit A

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HI-TEMP ACQUISITION CORP.", CHANGING ITS NAME FROM "HI-TEMP ACQUISITION CORP." TO "HI-TEMP HEAT TREATING, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF AUGUST, A.D. 1999, AT 1:30 O'CLOCK P.M.

3065548 8100

120867972

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9731784

DATE: 07-24-12

TRADEMARK
REEL: 004836 FRAME: 0702

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
HI-TEMP ACQUISITION CORP.

Pursuant to Section 242 of the
Delaware General Corporation Law

The undersigned, being respectively the Vice President and Secretary of Hi-Temp Acquisition Corp., hereby certify:

FIRST: The name of the corporation is HI-TEMP ACQUISITION CORP.

SECOND: Article "1" of the Certificate of Incorporation is hereby amended, to read as follows:

"1: The name of the Corporation is HI-TEMP HEAT TREATING, INC."

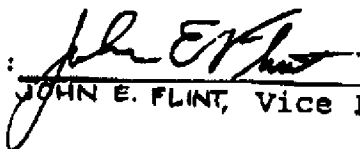
THIRD: That by the unanimous written consent of the corporation's Board of Directors, resolutions were duly adopted proposing and recommending the adoption of the foregoing amendment and submitting the amendment to the corporation's stockholders for consideration thereof. Thereafter, by unanimous written consent of the corporation's stockholders, the necessary number of shares as required by statute were voted in favor of the said amendment.

FOURTH: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, HI-TEMP ACQUISITION CORP. has made under the hands of its Vice President and Secretary the foregoing Certificate of Amendment, and the said President and Secretary hereby affirm, under penalties of perjury, that the foregoing Certificate of Amendment is the act and

deed of HI-TEMP ACQUISITION CORP. and that the facts stated therein are true, and said Vice President and Secretary have hereunto set their hands this 13th day of August, 1999.

HI-TEMP ACQUISITION CORP.

By: 
JOHN E. FLINT, Vice President

ATTEST:

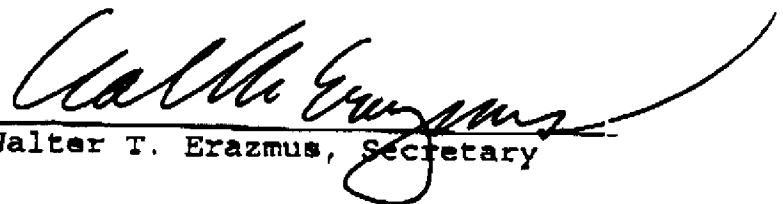

Walter T. Erasmus, Secretary

Exhibit B

ASSIGNMENT OF TRADEMARKS

For value received, the undersigned HI-TEMP HEAT TREATING, INC. A/K/A HI-TEMP INCORPORATED CORPORATION, a Delaware corporation, hereby assigns to BlueWater Thermal Processing, LLC, a Delaware limited liability company, all of its right, title and interest in the following trademarks, and the goodwill of the businesses associated therewith, including the right to sue for past infringement:

<u>Mark</u>	<u>Reg. No.</u>
TUFF-KOAT (with design)	2361629
TUFF-KOAT	2361630
HI-TEMP (Logo)	1999470
HI-TEMP	1996774
HI-TEMP	1973794

AND NO OTHERS

Executed this 30 day of June, 2006.

HI-TEMP HEAT TREATING, INC.

By: *David W. Kay*
Name: David W. Kay
Title: CFO, Executive VP and treasurer

STATE OF NEW YORK)
) SS.
COUNTY OF ERIE)

On this 30 day of June, in the year 2006, before me, the undersigned, a notary public in and for said state, personally appeared David W. Kay, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

ANNE N. DINTINO
No. 0208127047
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 05-23-09

Anne N. Dintino
Notary Public