

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	LICENSE

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FKI Industries Inc.		07/28/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA	
Name:	PEERLESS CHAIN COMPANY
Street Address:	1416 East Sanborn Street
City:	Winona
State/Country:	MINNESOTA
Postal Code:	55987
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 5		
Property Type	Number	Word Mark
Registration Number:	0256346	ACCO
Registration Number:	0373896	ACCO
Registration Number:	0958853	ACCO
Registration Number:	1120371	
Registration Number:	1054949	'TRAWLEX'

CORRESPONDENCE DATA	
Fax Number:	6123321780
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	6123328200
Email:	lsskille@mhiplaw.com, ptomail@mhiplaw.com
Correspondent Name:	Robert C. Freed
Address Line 1:	225 South 6th Street
Address Line 2:	Suite 4850
Address Line 4:	Minneapolis, MINNESOTA 55402-4612

CH \$140.00 0256346

ATTORNEY DOCKET NUMBER:	P13-031-01-00
NAME OF SUBMITTER:	Robert C. Freed
Signature:	/Robert C. Freed/
Date:	10/17/2013
Total Attachments: 6 source=131016 Redacted copy of APA#page1.tif source=131016 Redacted copy of APA#page2.tif source=131016 Redacted copy of APA#page3.tif source=131016 Redacted copy of APA#page4.tif source=131016 Redacted copy of APA#page5.tif source=131016 Redacted copy of APA#page6.tif	

ASSET PURCHASE AGREEMENT

This ASSET PURCHASE AGREEMENT (this "**Agreement**"), dated as of July 28, 2006 is made by and between FKI INDUSTRIES INC., a corporation incorporated under the laws of the State of New York whose principal office is located at 425 Post Road, Fairfield, CT 06824, U.S.A. ("**Seller**"), and PEERLESS CHAIN COMPANY, a corporation incorporated under the laws of the State of Minnesota whose principal office is located at 1416 East Sanborn Street Winona, MN 55987 ("**Purchaser**").

WITNESSETH

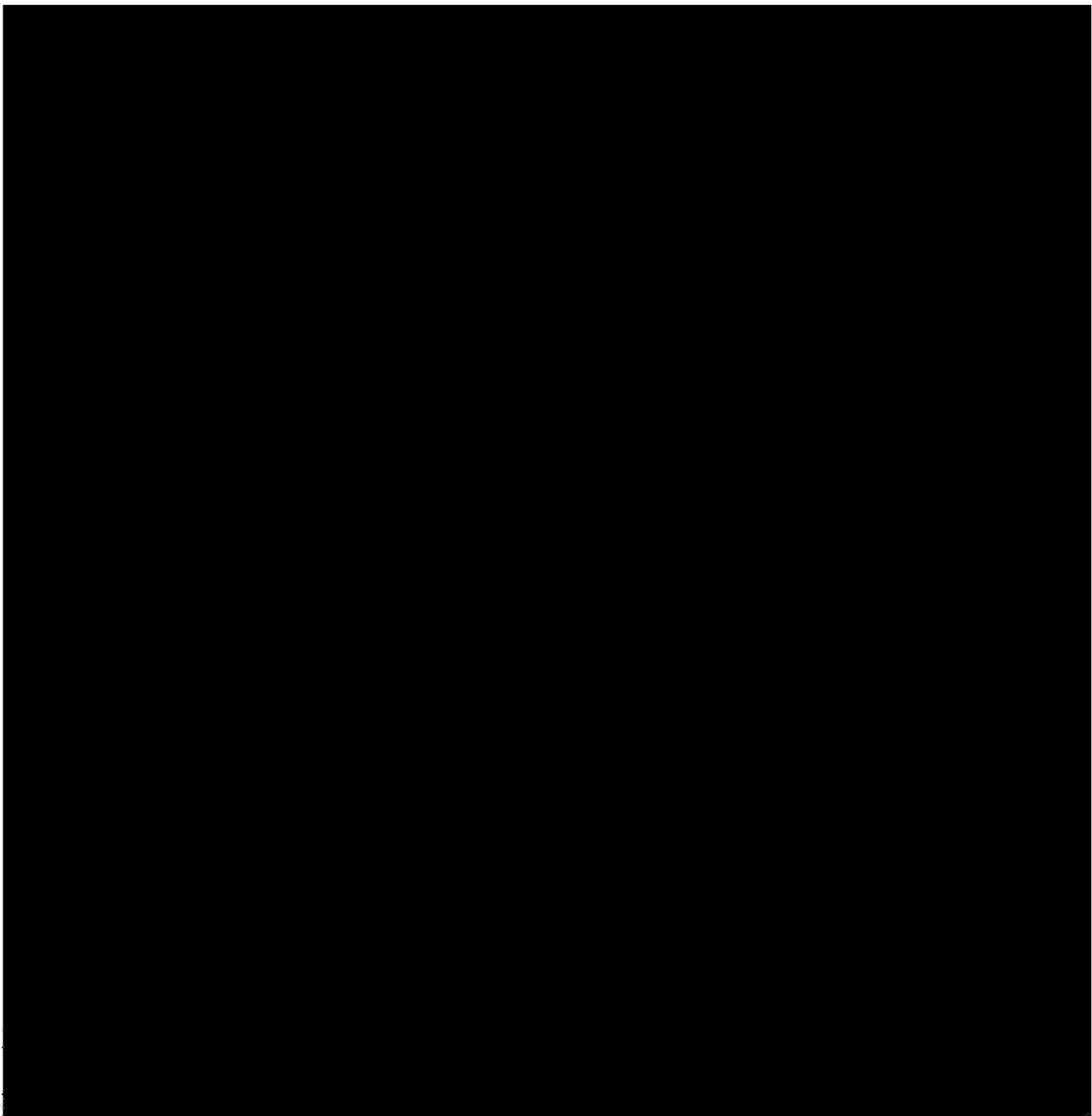
WHEREAS, Seller desires to sell to Purchaser, and Purchaser desires to purchase from Seller, substantially all the assets of the Chain Product Line (as hereinafter defined) of Seller's unincorporated ACCO Chain and Lifting Products Division ("**ACCO**"), including, without limitation, the Chain Product Line assets located at ACCO's facilities in York, Pennsylvania (the "**York Facility**") and Jeannette, PA (the "**Jeannette Facility**");

NOW, THEREFORE, in consideration of the foregoing and the respective representations, warranties, covenants, agreements and conditions hereafter set forth, and intending to be legally bound hereby, the parties hereto agree as follows:

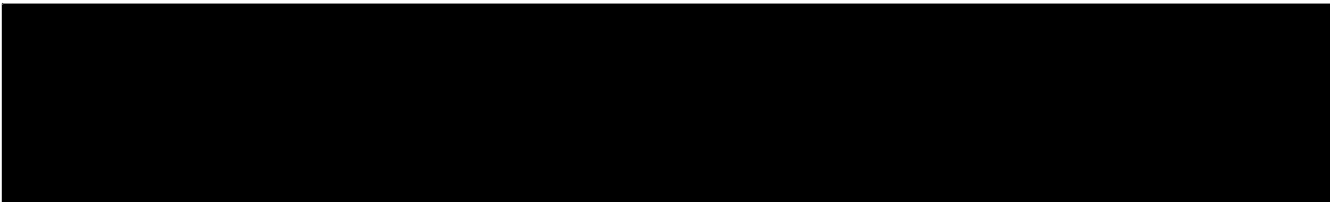
[REDACTED]

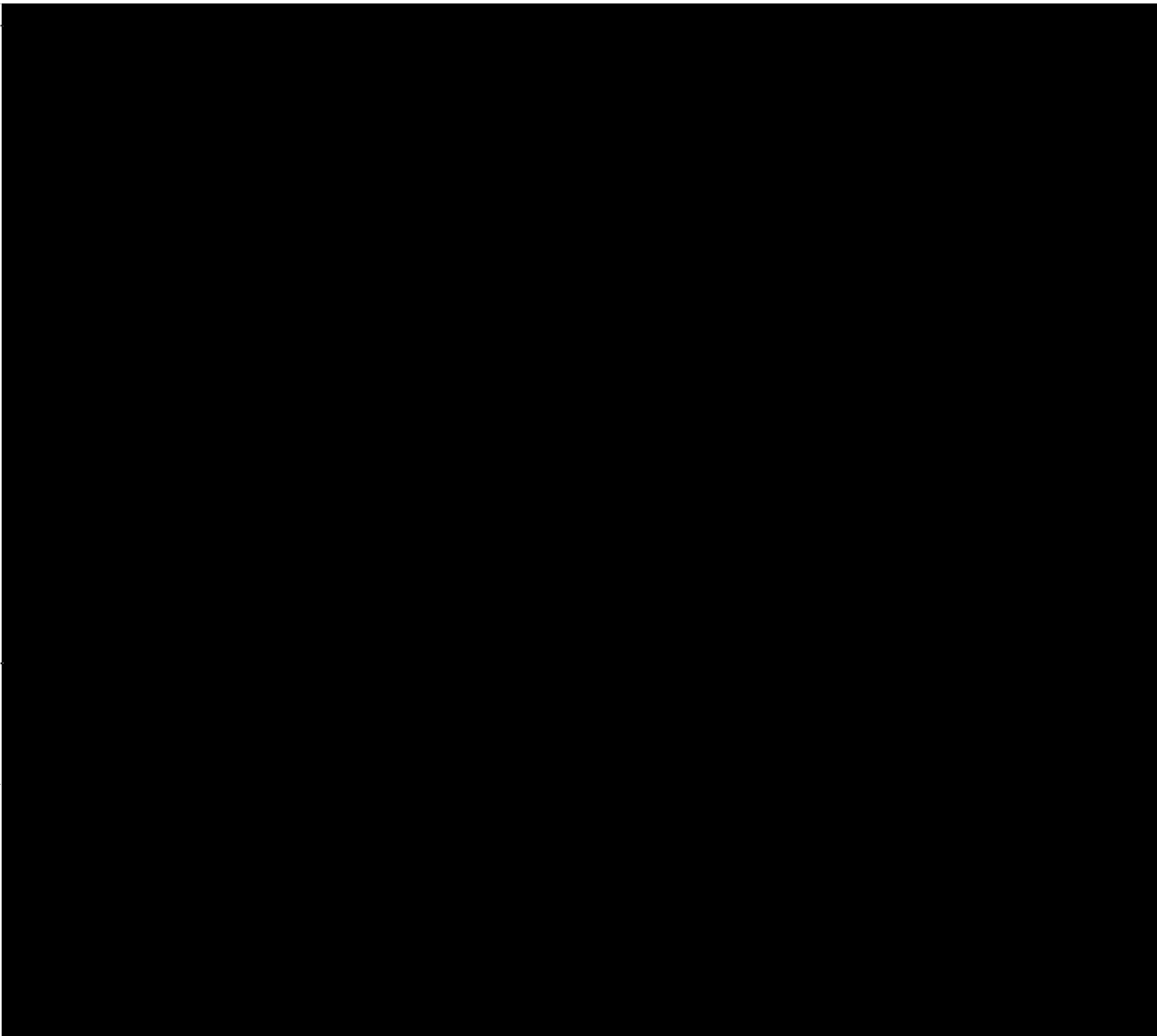
[REDACTED]

[REDACTED]

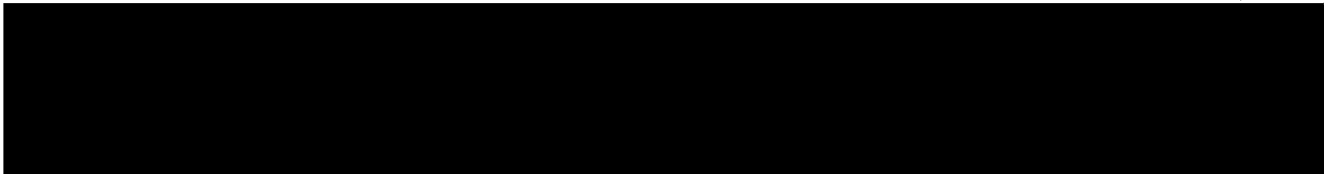


ARTICLE 6
POST-CLOSING COVENANTS

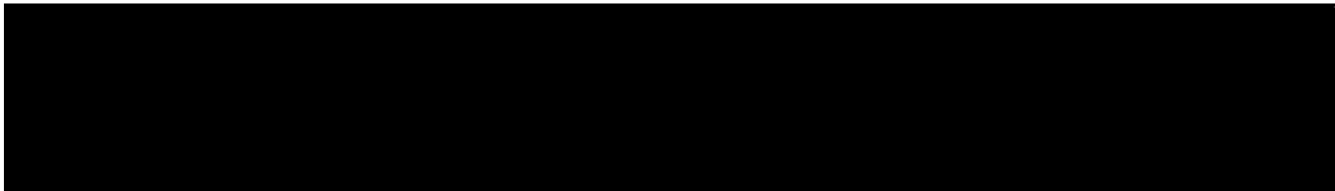




Section 6.9 Seller's Name and Marks.



(b) Seller hereby grants to Purchaser a perpetual, irrevocable, royalty-free, exclusive, transferable right to use the name "ACCO" and the trademarks and service marks listed on Schedule 6.9(b) in connection with the Chain Product Line following the Closing Date.

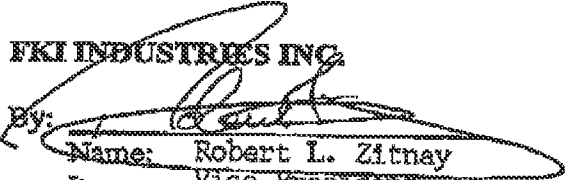


IN WITNESS WHEREOF, the parties hereto have caused this Asset Purchase Agreement to be duly executed by their respective authorized officers as of the day and year first above written.

SELLER:

FKI INDUSTRIES INC

By:


Name: Robert L. Zitnay
Its: Vice President

PURCHASER:

PEERLESS CHAIN COMPANY

By:

Name: Gilman King
Its: President

IN WITNESS WHEREOF, the parties hereto have caused this Asset Purchase Agreement to be duly executed by their respective authorized officers as of the day and year first above written.

SELLER:

FKI INDUSTRIES INC.

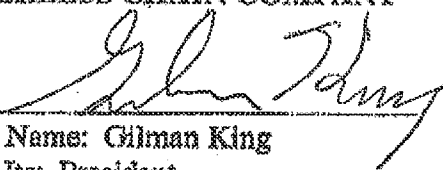
By: _____

Name:

Its:

PURCHASER:

PEERLESS CHAIN COMPANY

By:  _____

Name: Gilman King

Its: President

**SCHEDULE 6.9(b)
EXCLUSIVE LICENSE**

MARK	COUNTRY	PRODUCT	ACCO FILE NO.	REGISTRATION NO.	ORIGINAL REG. DATE	NEXT RENEW DATE
ABA	USA	Chain	8006	2,205,445	24-Nov-98	24-Nov-08
ACCO	CHILE	Chain	8002	655,187		30-Jan-13
ACCO	FRANCE	Chain	8002/8156	1,599,971	20-Jan-89	9-Sep-08
ACCO	G. BRITAIN	Chain	8002	630,966		11-Aug-07
ACCO	JAPAN	Chain	8002.1	1,723,865		31-Oct-14
ACCO	S. AFRICA	Chain	8002	227,126	24-Feb-88	24-Feb-08
ACCO	USA	Chain	8002	255,346	14-May-29	14-May-09
ACCO	USA	Chain	8003	373,895	26-Dec-39	26-Dec-09
ACCO	USA	Chain	8004	373,896	26-Dec-39	26-Dec-09
ACCO	USA	Chain	8154	958,853	15-May-73	15-May-13
ACCO	CANADA	Chain		164,728	4-Aug-72	4-Aug-12
ACCO	USA	Chain	8154.7	927,636	25-Jan-72	25-Jan-12
ACCO & DESIGN	CANADA	Chain		NFLD001,070	24-Jul-22	
FISH DESIGN*	USA	Chain	8233	1,120,371	19-Jun-79	19-Jun-09
TRAWLEX*	USA	Chain	8213	1,054,949	28-Dec-76	28-Dec-06

* not to exclude existing European distributor's sales into US as described to Purchaser

7/27/06

TRADEMARK

REEL: 005132 FRAME: 0871

RECORDED: 10/17/2013