

03-19-1999

TRADEMARKS



Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please re

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copy thereof.

<p>1. Name of Conveying party(ies): Projector-Recorded Belt Corporation</p> <p>Individual(s) <input type="checkbox"/> Association <input type="checkbox"/>  <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/>  <input checked="" type="checkbox"/> Corporation - Wisconsin  <input type="checkbox"/> Other -</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p>	<p>2. Name and address of receiving party(ies): Name: <u>Russell Industries, Inc.</u></p> <p>Street Address: <u>3000 Lawson Boulevard</u></p> <p>City: <u>Oceanside</u> State: <u>New York</u> ZIP: <u>11572</u></p> <p>Individual(s) citizenship <input type="checkbox"/>  Association <input type="checkbox"/>  General Partnership <input type="checkbox"/>  Limited Partnership <input type="checkbox"/>  <input checked="" type="checkbox"/> Corporation - <u>New York</u>  Other <input type="checkbox"/></p> <p>If assignee is not domiciled in the United States, a domestic representative is attached: Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p> <p>Additional name(s) &amp; address(es) attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other</p> <p>Execution Date: <u>February 26, 1999</u></p>	

4. Application number(s) or registration number(s):

<p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)  1,936,377 - PRB LINE  1,877,057 - PREMIUM PARTS  1,854,178 - INNERWORKS</p>
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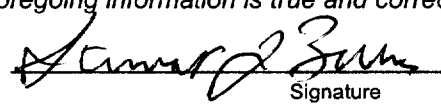
Additional numbers attached? Yes  No

<p>5. Name and address of party to whom correspondence should be mailed:</p> <p>Name: <u>Collard &amp; Roe, P.C.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>1077 Northern Boulevard</u></p> <p>City: <u>Roslyn</u> State: <u>NY</u> ZIP: <u>11576</u></p> <p>03/18/1999 JSHABAZZ 00000084 032468 1936377</p> <p>01 FC:481 40.00 CH  02 FC:482 50.00 CH</p>	<p>6. Total number of applications and registrations involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41): ..... <u>\$90.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-2468</u></p>
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9. Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Stewart J. Bellus  March 9, 1999

Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 4

Do not detach this portion

# ASSIGNMENT

WHEREAS, PROJECTOR-RECORDER BELT CORPORATION (the "ASSIGNOR"), a company organized and existing under the laws of the State of Wisconsin, and having a business address of W 9390 State Road 59, Whitewater, Wisconsin 53190 owns and has used the trademarks appearing in the attached schedule ("MARKS"), and owns the U.S. Trademark Registrations for the MARKS ("REGISTRATIONS"); and

WHEREAS, RUSSELL INDUSTRIES, INC. (the "ASSIGNEE"), a company organized and existing under the laws of New York, and having a business address of 3000 Lawson Boulevard, Oceanside, New York 11572 desires to acquire the MARKS, the REGISTRATIONS and past common law causes of action thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all rights, title and interest in and to the MARKS and the REGISTRATIONS, together with the goodwill of the business connected with the MARKS and the REGISTRATIONS, and symbolized by the MARK and the REGISTRATIONS. ASSIGNOR further assigns to ASSIGNEE the right to sue for past common law causes of action.

PROJECTOR-RECORDER BELT CORPORATION

By: John F. Dwinell Sr.  
Name: JOHN F. DWINELL, SR.  
Title: PRES.

Dated: Feb 26, 1999

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