

07-20-1999

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U.S. Department of Commerce  
Patent and Trademark Office

MD 7-7-99 R



To the Assistant Commissioner for Trademarks: I

101091340

of

1. Name of conveying party(ies):  
RAE Products & Chemicals Corporation

- Individual(s)                       Association
- General Partnership       Limited Partnership
- Corporation-State: Illinois
- Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  yes  no

3. Nature of conveyance:

- Assignment                       Merger
- Security Agreement       Change of Name
- Other \_\_\_\_\_

Execution Date: 1/10/99

2. Name and address of receiving party(ies):  
Name: The Brewer Company

Internal Address: \_\_\_\_\_

Street Address: 1354 U.S. Highway 50

City: Milford State: OH Zip: 45150

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Ohio
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  yes  no

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?  yes  no

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

A. Trademark Application No.(s)

B. Trademark Registration N  
0737720, 0710131

07-07-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #70

Additional numbers attached?  yes  no

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lynda E. Roesch, Esq., c/o Dinsmore & Shohl

Internal Address: \_\_\_\_\_

Street Address: 1900 Chemed Center, 255 East Fifth Street

City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved:..... 2

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 04-1133

(Attached duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.*

Lynda E. Roesch  
Name of Person Signing

*Lynda E. Roesch*  
Signature

7-7-99  
Date

Total number of pages comprising cover sheet: 1

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07/19/1999 DNGUYEN 00000267 0737720

01 FC:481                      40.00 DP  
02 FC:482                      25.00 DP

**ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS**

This Assignment of Trademarks and Service Marks ("**Assignment of Trademarks**") is made by and between **THE BREWER COMPANY**, an Ohio corporation, 1354 U.S. Highway 50, Milford, Ohio 45150 (hereinafter "**BREWER**") and **RAE PRODUCTS & CHEMICALS CORPORATION**, an Illinois corporation, 11630 South Cicero Avenue, Alsip, Illinois 60803 (hereinafter "**RAE**"), this 11th day of January, 1999.

**WHEREAS**, **RAE** has adopted, used, and is using the trademarks set forth on Exhibit A hereto, which is incorporated herein by reference, that are being registered with the United States Patent and Trademark Office ("USPTO") by **RAE** or for which application has been made for registration with the USPTO and **RAE** has adopted, used and is using the service marks set forth on Exhibit A attached hereto, which is incorporated herein by reference (collectively referred to as the "**Trademarks**"); and,

**WHEREAS**, **BREWER** is purchasing from **RAE** certain **Assets** as set forth in the Master Contract and in the **Attachments**, one of which is the **Trademarks**; and,

**WHEREAS**, **RAE** is the owner of the **Trademarks**, including registrations and/or applications for such registrations for certain of the **Trademarks**, and such **Trademarks** symbolize the good will of the goods and/or services sold under the respective **Trademarks** by **RAE**; and,

**WHEREAS**, **BREWER** desires to obtain from **RAE** and **RAE** desires to transfer to **BREWER** all right, title and interest of **RAE** in and to the **Trademarks**, together with the good will of the business associated therewith and symbolized thereby.

**NOW, THEREFORE**, in consideration of the foregoing, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by **RAE**, **RAE** does hereby assign unto **BREWER**, its successors and assigns, all right, title and interest of **RAE** in and to each of the **Trademarks**, including any existing state and federal registrations therefore and existing applications for such registrations thereof, together with the good will of the business associated therewith and symbolized thereby.

**RAE** hereby represents and warrants that it is the true and lawful owner of the **Trademarks** and that it has full power and authority to transfer the same to **BREWER** and that the **Trademarks**

are free, clear and unencumbered. This Assignment is absolute and unconditional.

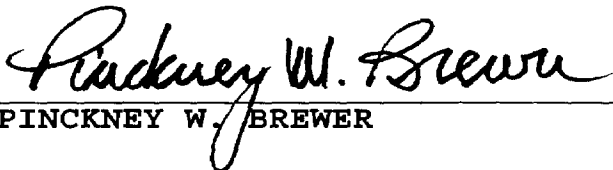
**RAE** will execute all such additional assignments and instruments as may be necessary or appropriate to have the **Trademarks** transferred to the name of **BREWER**.

This **Assignment of Trademarks** shall be governed by and construed in accordance with the laws of the United States of America, or the internal laws of the State of Illinois without giving effect to the conflict of laws principles thereof.

This **Assignment of Trademarks** is entered into pursuant to a Master Contract between **BREWER** and **RAE**. All terms used herein shall have the same meaning herein as set forth therefore in the Master Contract or in any of the **Attachments**.

**IN WITNESS WHEREOF**, the parties have executed this **Assignment of Trademarks** in duplicate as of the date first stated above.

THE BREWER COMPANY

By   
PINCKNEY W. BREWER

RAE PRODUCTS & CHEMICALS  
CORPORATION

By   
DONNA GRUENBERG, PRESIDENT

Exhibit A to Assignment of Trademarks and Service Marks  
between RAE Products & Chemicals Corporation  
and The Brewer Company

**TRADEMARKS**

<u>Mark</u>	<u>Serial No.</u>	<u>Reg. No.</u>
Tarcote	72081112	0737720
Tarfex	72081111	0710131

**SERVICE MARKS**

<u>Title</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
"RAE Man" and Design	There are no federal or state registrations for these <b>Marks</b>	
"PD Man" and Design		