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FORM PTO-1618A
Expires 06/30/99
Of

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

03-01-2000



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U.S. Patent & TMO/TM Mail Rpt Dt. #31

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Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
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Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year
12 20 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
12 20 99

Name Danfoss Inc.

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Graham Transmissions Inc.

DBA/AKA/TA

Composed of

Address (line 1) 7258 Brae Court

Address (line 2)

Address (line 3) Gurnee Illinois 60031-4482

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Illinois

03/01/2000 TTON11 00000009 2066318

FOR OFFICE USE ONLY

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

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Mail documents to be recorded with required cover sheet(s) information to:
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number *or* the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,066,318"/>	<input type="text" value="1,553,498"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Anne-Mette Andersen

Name of Person Signing

A M Andersen

Signature

01/26/2000

Date Signed

ASSIGNMENT OF REGISTRATIONS

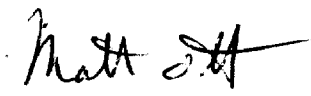
WHEREAS, Danfoss Inc., having an address at 2995 Eastrock Drive, Rockford, Illinois 61109, is the owner of the trademark CYCLETROL, which is registered in the United States Patent and Trademark Office, Registration No. 2,066,318, registered June 3, 1997, and the trademark VARI SPEED, which is registered in the United States Patent and Trademark Office, No. 1,553,498, registered August 29, 1989; and

WHEREAS, Graham Transmissions Inc., a corporation duly organized and existing under the laws of the State of Illinois, having an address at 7258 Brae Court, Gurnee, Illinois 60031-4482, is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Danfoss Inc. does hereby assign unto the said Graham Transmissions Inc. all rights, title and interest in and to said marks in the United States with the goodwill of the business symbolized by the marks and the registrations thereof, No. 2,066,318 and No. 1,553,498.

Dated: December 20, 1999

DANFOSS INC.

By 
Name: Matt Ott
Title: Corporate Controller
Assistant Secretary