



03-21-2002



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RECORD.

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type		Conveyance Type	
<input checked="" type="checkbox"/> New	3-15-02	<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> License
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Document ID#			Effective Date Month Day Year
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<input type="checkbox"/> Corrective Document		<input type="checkbox"/> Change of Name	
Reel #	Frame #	<input type="checkbox"/> Other	

Conveying Party Mark if additional names of conveying parties attached

Name: Forward Industries, L.L.C. Execution Date: 11/05/2001

Formerly: _____

Individual General Partnership Limited Partnership Corporation Association

Other: limited liability company

Citizenship/State of Incorporation/Organization: Michigan

Receiving Party Mark if additional names of receiving parties attached

Name: Barnes Group Inc.

DBA/AKA/TA: _____

Composed of: _____

Address (line 1): 123 Main Street

Address (line 2): _____

Address (line 3): Bristol Connecticut 06011

City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other: _____

Citizenship/State of Incorporation/Organization: Delaware

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 separate document from Assignment.)

03/20/2002 LMUELLER 00000245 1172901
01 FC:481 40.00 OP
02 FC:482 75.00 OP

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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
Number**

Area Code and Telephone

202/828-3471

Name

William E. Marames

Address (line 1)

ARENT FOX KINTNER PLOTKIN & KAHN, PLLC

Address (line 2)

1050 Connecticut Avenue, NW

Address (line 3)

Washington, DC 20036-5339

Address (line 4)

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

2

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)

			1172901	1682652	
			1331709		
			1657862		

Number of Properties

Enter the total number of properties involved. .

4

Fee Amount

Fee Amount for Properties Listed (37CFR 3.41):

\$ 115

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.

William E. Marames

March 15, 2002

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

This Trademark Assignment ("Assignment") is made this 5th day of November, 2001, by Forward Industries, L.L.C., a Michigan limited liability company ("Assignor"), in favor of Barnes Group Inc., a Delaware corporation ("Assignee"). Assignor and Assignee are parties to a certain Asset Purchase Agreement dated October 31, 2001 (the "Asset Purchase Agreement").

For good and valuable consideration, as stated in the Asset Purchase Agreement, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms thereof, Assignor hereby agrees as follows:

1. Assignor hereby assigns to Assignee, absolutely and unconditionally, all of Assignor's right, title, and interest in and to each of the marks identified in Exhibit A hereto ("Marks") including the registrations or pending applications for registration therefor, together with the goodwill of the business symbolized by such marks, and the right to sue and recover for damages, profits and all other remedies for past infringements of the Marks.

2. Assignor represents and warrants that it is the owner of and has the full right to convey the entire interest herein assigned without conflict with the rights of others, and that it has not executed, and will not execute, any agreement, assignment, sale or encumbrance in conflict herewith.

3. Assignor will execute all documents, papers, forms, and authorizations, and take any and all action that may be necessary to secure, complete, or vest in Assignee all right, title, and interest in and to the Marks.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be executed by its duly authorized officer.

ASSIGNOR:

FORWARD INDUSTRIES, L.L.C.

By: *Norma R. Wallis*
Name: NORMA R. WALLIS
Title: MANAGER

Sworn to before me this 5th day of Nov, 2001.

John J. Iselman
Notary Public

JOHN J. ISELMAN
NOTARY PUBLIC OAKLAND CO., MI
MY COMMISSION EXPIRES Sep 17, 2005

My commission expires: _____

Exhibit A

Trademarks

<u>Number</u>	<u>Description</u>	<u>Date Granted</u>
1,682,652	Gas Ring Design (T1884)	4/14/92
1,331,709	Super Brute (T614)	4/23/85
1,704,572	Umbrella (T1898)	8/4/92
416,330	Umbrella (T-1798)	9/3/93
2,037,144	Umbrella (Germany Coverage) (T-1983)	5/27/93
1,657,862	Miscellaneous Design (T-1167)	9/17/91
1,172,901	Roll-Lok (T-440)	10/13/81