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(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Texas Instruments Inc.

5.3.02

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Illinois Tool Works Inc.

Internal

Address: _____

Street Address: 3600 West Lake Avenue

City: Glenview State: IL Zip: 60025

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: 01/31/02

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,168,428

Additional number(s) attached Yes No

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

Name: Mark J. Liss

Internal Address: Case No. 216932

LEYDIG VOIT & MAYER LTD.

Street Address: Two Prudential Plaza

Suite 4900

City: Chicago State: IL Zip: 60601-6780

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Mark J. Liss

Name of Person Signing

Mark J. Liss
Signature

4/30/02
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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TRADEMARK
REEL: 002509 FRAME: 0446

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ASSIGNMENT

TRADEMARK

WHEREAS, Texas Instruments Inc. (hereinafter, "TI"), a corporation organized and existing under and by virtue of the laws of the State of Delaware, and having a place of business at Attleboro, Massachusetts, has adopted, used and is using the trademark VOV to identify certain goods and services associated with variable orifice valves, said mark being registered with the U.S. Patent and Trademark Office under Registration No. 2,168,428;

WHEREAS, on even date herewith, Illinois Tool Works Inc. (hereinafter, "ITW"), a corporation organized and existing under and by virtue of the laws of the State of Delaware, and having a principal place of business at 3600 West Lake Avenue, Glenview, Illinois 60025, purchased certain assets from TI pursuant to an Asset Purchase Agreement (hereinafter, the "Agreement");

WHEREAS, said assets purchased by ITW from TI includes the aforementioned trademark, as well as the goodwill of the business associated therewith;

WHEREAS, pursuant to the Agreement, TI agrees to assign its interest in said trademark and the goodwill of the business associated therewith over to ITW;

NOW, THEREFORE, in consideration of and in exchange for the sum of \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, TI does hereby sell, assign, transfer and set over to ITW the entire right, title and interest in and to said trademark, the registration referred to above, and all other related registrations or applications in the United States and foreign countries, and the goodwill of the business associated with said trademark;

AND HEREBY AGREES upon request of ITW, its successors, assigns or legal representatives, and without further remuneration, to execute any and all papers desired by ITW, its successors, assigns or legal representatives, to fulfill the intent and purposes of this Assignment;

AND HEREBY COVENANTS that no assignment, sale or encumbrance has been or will be made or entered into which would conflict with this Assignment.

EXECUTED this 31st day of January, 2002.

Texas Instruments Incorporated
By: Martha Sullivan
Name: Martha Sullivan
Title: Vice President

Illinois Tool Works Inc.
By: Thomas J. Hansen
Name: THOMAS J. HANSEN
Title: EXECUTIVE VICE PRESIDENT