

05-23-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102101187

Tab settings

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

1. Name of conveying party(ies):

Aplex Industries, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Texas, 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: May 8, 2002

2. Name and address of receiving party(ies)

Name: Pentair Pump Group, Inc.

Internal

Address:

Street Address: Water's Edge Plaza 1500 County Rd., B2 West #400

City: Roseville State: MN Zip: 55113

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Texas, 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1943972

Additional number(s) attached Yes No

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

Name: Terrence H. Link, II

Internal Address:

Street Address: Roetzel & Andress

222 South Main Street

City: Akron State: Ohio Zip: 44308

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:

500959

(Attach 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.

Terrence H. Link, II

Name of Person Signing

Signature

5-16-02

Date

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

3

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

05/22/2002 GT0N11 00000083 500959 1943972

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TRADEMARK REEL: 002512 FRAME: 0166

**REGISTERED TRADEMARK ASSIGNMENT**

**WHEREAS, APLEX INDUSTRIES, INC.** (the "Assignor"), a corporation organized and existing under the laws of the state of Texas, and having a business address of 2045 S. Loop 250 West, Midland, TX 79703, is the sole and exclusive owner of and has adopted and is using the trademark APLEX and design, U.S. Registration No.: 1,943,972 Registration Date: December 26, 1995 (hereinafter called "Assigned Registered Mark"), and of the goodwill of the business symbolized by such trademark; and

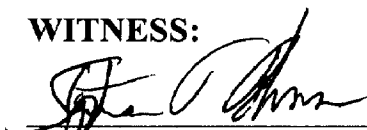
**WHEREAS, PENTAIR PUMP GROUP, INC.** (the "Assignee"), a corporation organized and existing under the laws of the State of Minnesota, and having a business address of 1500 County Road B2 West #400, Roseville, MN 55113 desires to acquire said trademark and any and all registrations and applications therefor and its associated goodwill;

**NOW, THEREFORE,** for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby sells, assigns, transfers and conveys unto the Assignee, its successors and assigns or their legal representatives, (a) the entire right, title and interest of the Assignor in and to the Assigned Registered Mark and all extensions and renewals thereof, together with the goodwill of the business in connection with which the Assigned Registered Mark is and has been used, and (b) all rights, interests, claims, demands, and damages, recoverable in law or in equity, that the Assignor has or may have in profits and damages for past and future infringements of the Assigned Registered Mark, including, without limitation, the right to compromise, sue for and collect said profits and damages; the same to be held and enjoyed by the Assignee, its successors and assigns or their legal representatives, as fully and entirely as the same might or could have been held and enjoyed by the Assignor had this Assignment and sale not been made.

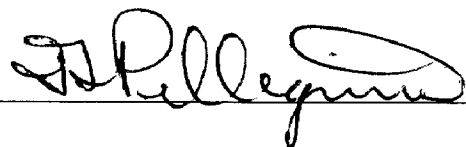
**IN WITNESS WHEREOF,** APLEX INDUSTRIES, INC. has caused this instrument to be signed by its duly authorized representative, and attested this 8th day of May, 2002.

**APLEX INDUSTRIES, INC.:**

**WITNESS:**

  
\_\_\_\_\_  
(signature)

Stephen J. Johnson  
(type or print name)

By:   
\_\_\_\_\_

Name: Thomas L. Pellegrino

Title: V.P. Finance APG

ACKNOWLEDGEMENT


STATE OF Ohio

COUNTY OF Ashland

BE IT KNOWN, that on this 8th day of May, 2002, before me, the undersigned authority, duly commissioned, qualified and sworn within and for the State and County aforesaid, personally came and appeared Thomas L. Pellegrino appearing herein in the capacity of VP Finance, of APLEX INDUSTRIES, INC., to me personally known to be the identical person whose name is subscribed on the foregoing instrument as the said officer of said corporation and who declared and acknowledged unto me, Notary, in the presence of the undersigned competent witnesses that he/she executed the same on behalf of said corporation with the full authority of its Board of Directors, and that said instrument is the free act and deed of said corporation for the uses, purposes and benefits therein expressed.

WITNESSES:

APLEX INDUSTRIES, INC.:

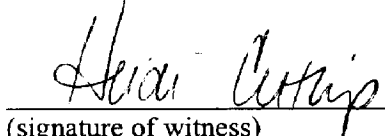
  
(signature of witness)

Stephen J. Johnson  
(type or print name)

By: 

Name: Thomas L. Pellegrino

Title: VP Finance PPA

  
(signature of witness)

Heidi Cutlip  
(type or print name)

  
NOTARY PUBLIC

937323\_1

KRISTY D. NEBERGALL  
NOTARY PUBLIC, State of Ohio  
My Commission Expires, July 26, 2003