

07-03-2002



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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

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): FIRST SOUTHERN BANK 06/27/02
Individual(s) Association General Partnership Limited Partnership Corporation-State Other Financial Institution
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Alliance Manufacturing Company, Inc. Internal Address: Street Address: 505 Wilhite St. Florence AL 35630 City: State: Zip:
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Alabama 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: X Assignment Merger Security Agreement Change of Name Other
Execution Date: June 24 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2347901
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Conrad C. Pitts Pitts & Eckl, P.C. 401 E. Tuscaloosa Street Florence AL 35630

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00 X Enclosed Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature. Conrad C. Pitts Signature Date 6/27/02

Total number of pages including cover sheet, attachments, and document: 5

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

07/02/2002 6TON11 00000220 2347901

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TRADEMARK REEL: 002537 FRAME: 0332

TRADEMARK ASSIGNMENT


WHEREAS, FIRST SOUTHERN BANK ("Assignor"), having a principal place of business at Florence, Alabama, has acquired certain intellectual property through an Order for Relief from Stay and Abandonment, from NATIONAL MACHINE WORKS, INC., *National Machine Works, Inc.*, EIN: 63-1196592, Debtor; *FIRST SOUTHERN BANK, Secured/Creditor/Movant vs. NATIONAL MACHINE WORKS, INC., Respondent* - U.S. Bankruptcy Court for the Northern District of Alabama Northern Division Case No. 02-80071-JAC, Chapter 11. Pursuant to said Order, FIRST SOUTHERN BANK owns all rights, interest and goodwill to the mark "**CRANKUP**" (registered in the United States Patent and Trademark Office, Supplemental Registration No. 2347901, dated May 2, 2000), and the mark "**CRANKUP and design**" (Serial No. 75702334, filed May 10, 1999) (collectively the "Marks") and,

WHEREAS, Alliance Manufacturing Company, Inc., an Alabama corporation ("Assignee"), having a principal place of business at 505 Wilhite St., Florence, Alabama, is desirous of acquiring said Mark and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee:

All right, title and interest in and into the Marks, together with the goodwill of the business symbolized by the Marks, and the above-identified registration thereof.

FIRST SOUTHERN BANK

By: 
Name: B. JACK JOHNSON

Title: President/CEO

Date: 6-24-02

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE NORTHERN DISTRICT OF ALABAMA
 NORTHERN DIVISION

In the Matter of:)	
)	
NATIONAL MACHINE)	CASE NO. 02-80071-JAC
WORKS, INC.,)	CHAPTER 11
EIN: 63-1196592)	JUDGE CADDELL
Debtor.)	
)	
FIRST SOUTHERN BANK)	
Secured Creditor/Movant,)	
)	
vs.)	
)	
NATIONAL MACHINE)	
WORKS, INC.)	
Respondent.)	

RECEIVED
 5/10/02

ORDER FOR RELIEF FROM STAY AND ABANDONMENT

THIS CAUSE having come before the Court on a Motion for Relief From Stay ("Motion") filed by First Southern Bank ("FSB"), a secured creditor in this case, and continued from the original hearing date of April 18, 2002. The Debtor, National Machine Works, Inc. and FSB having represented to the Court on May 2, 2002 that the said Motion has been resolved by agreement and consent, and based upon the parties' representations, the Court finds that the Motion is well taken and the request for relief and abandonment from stay is due to be and the same is hereby **GRANTED** as to the intangible collateral.

IT IS THEREFORE ORDERED as follows:

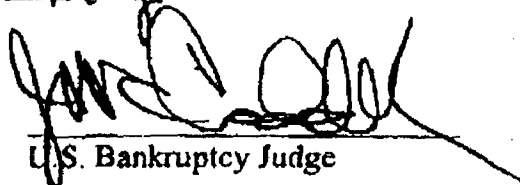
1. The Debtor shall surrender forthwith all the intangible collateral to FSB in which First Southern Bank, a secured creditor, has a security interest, including, without limitation, trade names, trademarks, service marks, and any all other intangible collateral.

2. The automatic stay, 11 U.S.C. Sec. 362(a), is hereby modified as to FSB, and FSB is hereby allowed to exercise its rights with respect to all of the intangible collateral.


3. That all of the intangible collateral shall be and the same is hereby abandoned from the bankruptcy estate.

4. That notice of the Motion was adequate and appropriate.

Done and Ordered this 8th day of May, 2002.

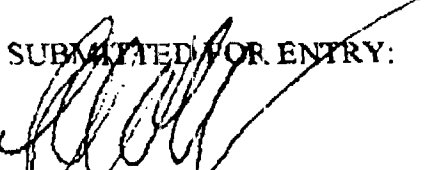

U.S. Bankruptcy Judge

MAY - 8 2002

RECORDED
UNITED STATES
BANKRUPTCY COURT
DECATUR, ALABAMA

DEPUTY CLERK


No. 44

SUBMITTED FOR ENTRY:


Charles W. Cochran, III
Attorney for First Southern Bank
P.O. Box 1197
Florence, AL 35631
(256) 764-2151

CERTIFICATE OF SERVICE

I hereby certify that I have served a copy of the foregoing Order For Relief From Stay and Abandonment upon the following attorneys/parties and unsecured creditors, by mailing to each of them a copy of same by U.S. Mail, postage prepaid and properly addressed, this 7th day of May, 2002.

Michael E. Lee
Attorney for Debtor
200 Westside Square, Ste. 803
Huntsville, AL 35801-4816

Richard Blythe
Bankruptcy Administrator
P.O. Box 1289
Decatur, AL 35602-1289

Stephen B. Porterfield
Attorney for Regions Bank
Sirote & Permutt, P.C.
2311 Highland Ave. South
P.O. Box 55727
Birmingham, AL 35255

Kevin C. Gray
Attorney for Compass Bank
Balch & Bingahm, LLP
P.O. Box 18668
Huntsville, AL 35801

ALL-PURPOSE ACKNOWLEDGMENT

STATE OF ALABAMA)
COUNTY OF LAUDERDALE)

On 6-24-02 before me, SHELIA SIMPSON,
Date Name, Title of Officer, e.g., "Jane Doe, Notary Public"

personally appeared B. Jack Johnson
Name(s) of Signer(s)

personally known to me - OR -

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

MY COMMISSION EXPIRES
JULY 20, 2003

Shelia Simpson
Signature of Notary

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL(S)
- CORPORATE OFFICER(S) President/CEO
Title(s)
- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- SUBSCRIBING WITNESS
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:

Name of Person(s) or Entity(ies)
First Southern Bank

ATTENTION NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to unauthorized document.

THIS CERTIFICATE MUST BE ATTACHED TO
THE DOCUMENT DESCRIBED AT RIGHT:

Title or Type of Document: TRADEMARK ASSIGNMENT
Number of Pages: 1 Date of Document: 6/24/02
Signer(s) Other Than Named Above: _____