

11/13/02

11-25-2002

FORM PTO-1594

RECOI



U.S. DEPARTMENT OF COMMERCE

(Rev. 10-02)

Patent and Trademark Office

To the Honorable Commissioner of Patents

102292733

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Heatcraft Inc.

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

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

3. Nature of conveyance:

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

Execution Date: August 23, 2002

2. Name and address of receiving party(ies):

Name: Outokumpu Heatcraft USA LLC

Internal Address:

Street Address: 3984 Highway 51 South

City: Grenada State: MS ZIP: 38901

- Individual(s) citizenship
- Association
- General Partnership
- Limited Liability Company
- Corporation-State
- 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) and address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
1,637,453; 862,384; 2,444,521;  
2,101,523; 2,370,086

Additional Numbers attached?  Yes  No

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

Name: David L. Principe

Hodgson Russ LLP

Internal Address:

Street Address: One M&T Plaza, Suite 2000

City: Buffalo State: NY ZIP: 14203-2391

6. Total number of applications and registrations involved: / 5 /

7. Total fee (37 CFR 3.41)..... \$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2442

(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.

David L. Principe, Reg. No. 39,336

Name of Person Signing

Signature

11/5/02 Date

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

4

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

11/22/2002 LMEILLER 0000246 1637453 40.00 100.00 01 FC:4521 02 FC:4522

## ASSIGNMENT

WHEREAS, Heatcraft Inc., a corporation organized under the laws of the State of Mississippi (hereinafter "Assignor"), having a mailing address of 3984 Highway 51 South, Grenada, Mississippi 38901, is the owner of certain United States trademarks and trademark registrations, as listed in Exhibit "1", which is attached hereto and incorporated by reference herein (hereinafter collectively the "Trademarks");

WHEREAS, Outokumpu Heatcraft USA LLC, a limited liability company organized under the laws of the State of Delaware (hereinafter "Assignee"), having a mailing address at 3984 Highway 51 South, Grenada, Mississippi 38901, desires to acquire all right, title and interest in and to the Trademarks, together with the goodwill associated therewith;

NOW, THEREFORE, in consideration of the foregoing recitals and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee all right, title and interest in and to the Trademarks, together with the goodwill associated therewith.

Assignor covenants and agrees that it will, at any time upon the request and at the expense of Assignee, execute and deliver any and all papers and do all lawful acts that may be necessary or desirable, in the opinion of Assignee, to enable and assist Assignee to establish, maintain and secure title in Assignee, its successors and assigns, to the Trademarks and the good will associated therewith.

Assignor represents and covenants that no assignment, mortgage, sale, license, pledge, encumbrance or alienation of any of the Trademarks has been or will be made or entered into which would conflict with this Assignment.

Assignor requests the Commissioner of Patents and Trademarks to record this

Assignment.

ASSIGNOR

HEATCRAFT INC.

By: Carl E. Edwards Jr

Name: CARL E. EDWARDS JR

Title: SECRETARY

Witnessed By: Ladye E. Irvin

STATE OF TEXAS )

)

COUNTY OF DALLAS )

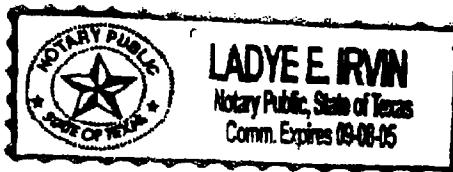
On this 23rd day of August, 2002, before me personally appeared Carl E. Edwards, Jr., personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the attached Assignment instrument on behalf of the corporation therein named, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and that he was authorized by the Bylaws of the Assignor or a resolution of its Board of Directors to execute said Assignment instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Ladye E. Irvin  
Notary Public in and for the State of Texas

[SEAL]

My Commission Expires:  
9-8-05



# EXHIBIT "1"

## U.S. Trademark Registrations

<u>Trademark</u>	<u>Registration No.</u>
HEATCRAFT (AND DESIGN)	1,637,453
HI-F	862,384
COIL CALC	2,444,521
FOR QUALITY INSIDE, HAVE HEATCRAFT WITHIN	2,101,523
RAISED LANCE	2,370,086