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Form PTO-1594

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OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

2003 FEB -3 AM 9:25 FINANCE SECTION

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

1. Name of conveying party(ies):

Lipe-Rollway Corporation

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

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

3. Nature of conveyance:

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

Effective Date: September 30, 1999

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

A. Trademark Application No.(s)

2. Name and address of receiving party(ies)

Name: Emersub LXII, Inc.

Internal

Address: Corporation Trust Center

Street Address: 1209 Orange Street

City: Wilmington State: DE Zip: 19801

- 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

B. Trademark Registration No.(s)

618,610

- Yes No

Additional number(s) attached

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

Name: Joseph E. Walsh, Jr.

Internal Address:

Street Address: 7700 Bonhomme

Suite 400

City: St. Louis State: MO Zip: 63105

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:

08-0750

(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.

Joseph E. Walsh, Jr.

Name of Person Signing

Signature of Joseph E. Walsh, Jr.

January 27, 2003

Date

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

02/04/2003 ECOOPER 00000209 080750 618610

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TRADEMARK

REEL: 002664 FRAME: 0038

TRADEMARK ASSIGNMENT

WHEREAS, LIPE-ROLLWAY CORPORATION, a New York corporation having a place of business located at 7600 Morgan Road, Syracuse, New York 13090 ("Assignor"), has adopted and is using the trademarks identified on Schedule A attached hereto (the "Trademarks"), and is the owner of the entire right, title and interest in the U.S. and foreign registrations identified on Schedule A attached hereto with respect to the Trademarks; and

WHEREAS, EMERSUB LXXII, INC., a Delaware corporation, which is a wholly-owned subsidiary of MCGILL MANUFACTURING COMPANY, INC., an Indiana corporation, having a place of business located at 909 N. Lafayette Street, Valparaiso, Indiana 46383 ("Assignee") is desirous of acquiring each of the Trademarks pursuant to that certain Asset and Subsidiary Purchase and Sale Agreement of even date herewith by and between Assignor and Assignee.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00), and other good and valuable consideration to it in hand paid, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells, transfers and conveys unto Assignee the full and exclusive right, title and interest in and to each of the Trademarks, together with the good will of the business symbolized by said Trademarks, and any and all rights relating thereto, including the right to bring any action based upon the Trademarks which accrued prior to this assignment and the right to keep for itself any damages or other recovery it obtains therefrom. Assignor hereby covenants to execute and deliver to Assignee such additional assignments and instruments

of transfer as Assignee may require to evidence Assignee's ownership of any of the Trademarks or the conveyance of the Trademarks to Assignee.

IN WITNESS WHEREOF, the Assignor has caused this document to be executed by its duly authorized representative as of the 30<sup>th</sup> day of September, 1999.

LIPE-ROLLWAY CORPORATION

R.M. Cox Jr.  
By: R. M. Cox, Jr.  
Title: President

STATE OF Missouri )

) ss:

COUNTY OF St. Louis )

On this 30<sup>th</sup> day of September, 1999, before me personally appeared, R.M. Cox, Jr., to me known and known to me to be the person described in the accompanying instrument, who executed said instrument in the referenced capacity in my presence, and he acknowledged to me that he executed the same for the purposes therein mentioned.

Sheila J. Gustafson  
Notary Public

Notarial Seal

SHEILA J. GUSTAFSON  
Notary Public - Notary Seal  
STATE OF MISSOURI  
St. Louis County  
My Commission Expires: June 3, 2002