

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
EFFECTIVE DATE:	04/25/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HEARTLAND MANUFACTURING CO.		04/25/2007	CORPORATION:
RECEIVING PARTY DATA			
Name:	Illinois Tool Works Inc.		
Street Address:	3600 West Lake Avenue		
City:	Glenview		
State/Country:	ILLINOIS		
Postal Code:	60026		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3031310	HEARTLAND	
Registration Number:	2126773	HEARTLAND REAL NEEDS REAL SOLUTIONS PROFESSIONAL USE	
CORRESPONDENCE DATA			
Fax Number:	(847)724-4160		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	847-657-4023		
Email:	menger@itw.com		
Correspondent Name:	Marzena Enger		
Address Line 1:	3600 West Lake Avenue		
Address Line 4:	Glenview, ILLINOIS 60026		
ATTORNEY DOCKET NUMBER:	HEARTLAND		
NAME OF SUBMITTER:	Marzena Enger		

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Signature:	/me/
Date:	08/20/2007
Total Attachments: 4 source=Heartland Assignment#page1.tif source=Heartland Assignment#page2.tif source=Heartland Assignment#page3.tif source=Heartland Assignment#page4.tif	

ASSIGNMENT

WHEREAS, Heartland Manufacturing Co., Inc., an Illinois corporation, having its principal place of business at 110 Bridge Street, Wheaton, IL 60187 and its principal, David Prange (hereinafter collectively referred to as the "Heartland"), are the owners of certain intellectual property rights that include without limitation any and all of the following: (i) a U.S. provisional patent application (U.S. Serial No. 60/922,760) filed April 9, 2007, patent rights, shop rights, inventions, know-how, processes, formulas, product requirements, specifications, research data, and all information relating to the "Aeroclean" product; (ii) all U.S. and foreign trademarks, service marks, trademark and service mark applications, common law marks, trademark and service mark rights, trade names and all derivations thereof, fictitious business names, service marks, logos, slogans, including, but not limited to, U.S. Trademark Registration Nos. 3,031,310 and 2,126,773, the names and marks "Heartland" and the "Heartland" logo, the marks listed in Schedule A and all goodwill associated with any mark ever used by Heartland; (iii) copyrights, un-copyrighted works, trade secrets, designs, drawings, discoveries, technology, processing formulae, production techniques, computer and other software, customer and distributor files and lists which are used or held for use in Heartland's business, and (iv) all licenses and rights to use all of the forgoing, and all applications therefore, and all other proprietary rights and information, including royalty payments and confidential information used in connection with Heartland's business; and (iv) all claims and benefits of any kind against third parties, rights to relief for known or unknown past infringement, and all original records or other materials relating to Heartland's intellectual property, including materials in the possession of Heartland's attorneys, agents, contractors or other third parties (hereinafter collectively referred to as the "Intellectual Property Rights");

WHEREAS, Illinois Tool Works Inc., a Delaware corporation, located at 3600 West Lake Avenue, Glenview, IL 60026-1215 (hereinafter referred to as "ITW"), desires to acquire the Intellectual Property Rights, except for all intellectual property directly and primarily related to all

of David Prange's "Promises Made, Promises Kept" speaking, writing and training topics, (collectively, the "Purchased Intellectual Property Rights");

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Heartland has sold, assigned, and transferred to ITW, its successors, legal representatives and assigns, Heartland's entire right, title and interest in the Purchased Intellectual Property Rights, the same to be held and enjoyed by ITW, for its own use and the use of its successors, legal representatives, and assigns forever and to the full end of the term or terms for which the Purchased Intellectual Property Rights are or may be granted, as fully and entirely as the same would have been held and enjoyed by Heartland, had this Assignment not been made;

AND for the same consideration, Heartland, upon request of ITW, shall execute and deliver all papers, document, and things, including applications for patents, registrations for trademarks and copyrights, and do such other legal acts as may be necessary to obtain and maintain proprietary rights in any and all countries and to vest title thereto of the Purchased Intellectual Property Rights in ITW.

[Signature Page Follows]

The effective date of this Assignment is April 25, 2007.

Signed at Chicago, in the County of Cook, State of Illinois, this 25th day of April, 2007.

By David R. Prange
Heartland Manufacturing Co., Inc.

STATE OF ILLINOIS)
COUNTY OF DUPAGE)

On this 25th day of April, 2007, personally before me came David R. Prange, as authorized representative of Heartland Manufacturing Co., Inc., known to me, and known to me to be the person described and who signed the this Assignment, and, being duly sworn, acknowledged that he executed the same.

Mark R. Anderson
Notary Public



Schedule A

AccuPour
Face2Face Training
CyberlubeU
AeroClean
PureClean
Atomic Blast
Prizefighter
4X
ProDura
PurePowerPlus
The Heartland
Auto Lifeguard
The High Mileage Oil Changer
The Semi-Synthetic Oil Changer
T3
TotalTransTreatment
Fresh Start
Machine Solutions
Diesel Tough
The Pledge
The Analyzer
Heartland High Rollers
Heartland Goes Hawaiian
FefeCare
Xtreme Clean
The Original.
MicroMax
Johnny WalkAway
Heartland Hideaway

Only Our Service is Old Fashioned
Make Your Engine Feel Young
Fresh Oil Deserves a Fresh Start
Fresh Fluid Deserves a Fresh Start
More Smiles per Gallon
If you want to more for your chemicals, that's your business, if you want to pay less,
that's ours.
Do the Deluxe.
Run cooler, longer and smoother.

Real Needs. Real Solutions.
The Pinnacle of Protection.
Big Deposits. Big Returns.
Protection Beyond Compare.

Clean Oil works best in a clean engine.