

Recordation Form Cover Sheet
TRADEMARKS ONLY

D \$

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

MRD 6-1-98

1. Name of Conveying Party:

Lord Corporation
2000 West Grandview Boulevard
P.O. Box 10038
Erie, PA 16514-0038

06-10-1998



100733657

Lord Corporation is a Pennsylvania corporation with offices also at:

111 Lord Drive
Cary, NC 27511-8012

110 Corning Road, Suite 100
Cary, NC 27511

1635 West 12th Street
Erie, PA 16512

2. Name and address of Receiving Party:

Lord Techmark, Inc.
501 Silverside Road, Suite 67
Wilmington, DE 19809

Lord Techmark, Inc. is a Delaware corporation

3. Nature of Conveyance: Assignment

Execution Date: December 12, 1995

4. Application Numbers or Registration Numbers

- A. Application No.(s): None
- B. Registration No.(s):

375,564	442,459	647,649	648,212
669,147	675,969	675,970	684,271
710,441	719,115	721,476	789,895
790,297	842,697	903,388	965,495
972,768	980,774	980,775	1,006,794
1,023,539	102,951	1,050,524	1,088,113
1,115,276	1,127,367	1,124,710	1,139,330
1,188,226	1,259,704	1,259,705	1,272,287
1,275,185	1,278,523	1,279,421	1,340,118
1,373,778	1,373,788	1,474,645	1,485,794
1,510,116	1,663,889	1,750,145	1,785,071

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

Christopher J. I. Gannon, Esq.
Attorney for Lord Techmark, Inc.
c/o Lord Corporation
111 Lord Drive
Post Office Box 8012
Cary, NC 27511-8012

6. Total Number of Applications and Registrations involved: 44


7. Total Fee (37 CFR 3.41) \$1,115.00

Enclosed

8. Deposit Account Number: Not Applicable; **Fee Enclosed**

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.

<u>Frank S. Zagar</u>	<u></u>	<u>5/13/98</u>
Name	Signature	Date

Total Number of Pages 17
Comprising Cover Sheet: 2

6/10/1998 SSMITH 00000019 375564

1 FC:481 40.00 DP
2 FC:482 1075.00 DP

ASSIGNMENT AGREEMENT

THIS ASSIGNMENT AGREEMENT ("Assignment Agreement") is made effective as of this 12th day of December, 1995, by and between Lord Corporation, a Pennsylvania corporation, having a place of business at 2000 West Grandview Boulevard, Erie, Pennsylvania ("Lord"), and Lord Techmark, Inc., a Delaware corporation, with its only place of business at 501 Silverside Road, Suite 67, Wilmington, Delaware ("Techmark").

BACKGROUND

The background to this agreement is as follows. Lord is the owner of 100% of the issued and outstanding shares of common stock of Techmark. Lord is also the owner of certain trademarks, trade names and service marks, together with all registrations therefor and all pending applications for registration therefor, all as more particularly identified on Schedule A hereto (the "Trademarks"). Lord is desirous of assigning all of its right, title and interest in and to each of the Trademarks to Techmark, and Techmark is desirous of accepting the same.

AGREEMENT

In consideration of the mutual promises and covenants made herein and for other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties hereto, intending to be legally bound, agree as follows:

(A) Lord does hereby assign, transfer and convey unto Techmark all right, title and interest in and to the Trademarks identified on Schedule A hereto, together with all goodwill associated therewith, including all registrations therefor and all pending applications for registrations therefor.

(B) Techmark hereby accepts the assignment described in Paragraph (A) hereto. Techmark hereby assumes all liabilities and obligations in connection with such assignment, except as otherwise agreed by the parties in writing.


(C) Lord agrees to take whatever further action is deemed necessary or appropriate by Techmark to effect the transfer of the Trademarks properly and completely to Techmark and to establish full custody of the Trademarks in Techmark.

(D) This Assignment Agreement shall be governed by the internal laws of the State of Delaware, without reference to its conflicts of law principles.

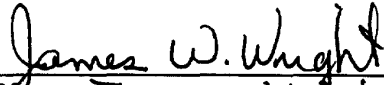
EXECUTION

IN WITNESS WHEREOF the parties hereto, through their respective authorized officers, have executed this Assignment Agreement to be effective as of the date and year first set forth above.

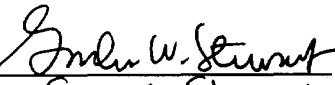
[SEAL]
ATTEST:

By: 
Name: CHRISTOPHER GANNAN
Title: ATTORNEY AT LAW

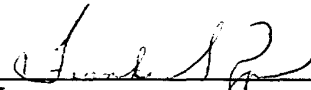
LORD CORPORATION

By: 
Name: James W. Wright
Title: Vice President

[SEAL]
ATTEST:

By: 
Name: Gordon W. Stewart
Title: Secretary

LORD TECHMARK, INC.

By: 
Name: Francis S. Zaccaro
Title: Vice President

STATE OF Delaware)
) SS.
COUNTY OF New Castle)

On the 22nd day of Nov., 1996¹⁹⁹⁶, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared _____, who acknowledged himself to be the _____ of Lord Corporation, a Pennsylvania corporation, and that he, as such officer being authorized to do so, executed the foregoing Assignment Agreement for the purposes therein contained by signing the name of the corporation by himself as such officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Mary B. Duvall
NOTARY PUBLIC
MARY B. DUVALL
NOTARY PUBLIC - DELAWARE
My Term Expires: My Commission Expires Mar. 17, 2000
[SEAL]

STATE OF DELAWARE)
) SS.
COUNTY OF NEW CASTLE)

On the 22nd day of Nov., 1996, before me, the subscriber, a Notary Public
in and for the State and County aforesaid, personally appeared _____, who
acknowledged himself to be the _____ of Lord Techmark, Inc., a Delaware
corporation, and that he, as such officer being authorized to do so, executed the foregoing
Assignment Agreement for the purposes therein contained by signing the name of the corporation
by himself as such officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Mary B. Duvall
NOTARY PUBLIC

MARY B. DUVALL
NOTARY PUBLIC - DELAWARE
My Term Expires: My Commission Expires Mar. 17, 2000

[SEAL]

SCHEDULE 1

TRADEMARKS

[See Attached List of Trademarks]

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>	<u>Goods</u>	<u>Classes</u>	<u>Country</u>
AETROGLAZE	11/12/91	1,603,089	For decorative and protective coatings, and thinners, catalyzers, surfacers, and overlayers therefor, paint-type sealers, primers, strippers, degreasers and etchers.	02	USA
BHH	03/24/59	675,970	Vibration mountings.	23	USA
CHEMFACTS	03/28/78	1,088,113	Magazine published from time to time re chemicals.	16	USA
CHEMGLAZE	02/02/88	1,474,645	Decorative or protective coating material and thinner catalysts, fillers or overlayers, sealers, primers, strippers, degreasers and etchers.	02	USA
CHEMGLAZE	02/02/88	1,474,645	Strippers and degreasers.	03	USA
CHEMGLAZE	02/02/88	1,474,645	Catalysts and etchers.	01	USA

TRADEMARK

REEL: 1738 FRAME: 0258

Trademark	Registration Date	Registration No.	Goods	Classes	Country
CHEMGLAZE	05/25/65	789,895	UR Coatings, thinners, catalysts, fillers, primers.	02	USA
CHEMLOK	07/02/57	647,649	Adhesives & adhesive primers for rubber/metal, rubber, fabric or for metal/metal.	01	USA
CHEMLOK	09/01/59	684,271	Chemical reactive compositions to modify metal to make more reactive to adhesives.	01	USA
CHEMLOK	11/04/58	669,147	Rosin plastic adhesives & components; rubber/metal/wood/plastics/ceramics/textiles/glass & sealing compositions & components.	01	USA
CHEMILEX	10/25/88	1,510,118	Fiber wound composite material used in products for mechanical power transmission, etc.	17	USA
CYLOK	04/26/88	1,485,794	Cyanoacrylate structural adhesives.	01	USA

TRADEMARK

REEL: 1738 FRAME: 0259

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>	<u>Goods</u>	<u>Classes</u>	<u>Country</u>
DBQDD	03/26/74	980,775	Quinoid vulcanizing agents for elastomers.	01	USA
DYNA-DAMP	08/01/61	719,115	Panels & structural sections for vibration and sound dampening.	12	USA
DYNA-DECK	06/01/65	790,297	Mountings to protect loadings from shock & vibration.	07	USA
DYNAFACTS	03/20/79	1,115,276	Magazine published from time to time relating to vibration, shock & noise.	16	USA
DYNAFLEX	10/19/76	1,050,524	Flexible drive couplings for machines; flexible drive couplings for vehicles.	07, 12	USA
DYNAFOCAL	04/12/49	442,459	Engine mountings and parts thereof.	07	USA

TRADEMARK
REEL: 1738 FRAME: 0260

REGISTERED TRADEMARKS

Trademark	Registration Date	Registration No.	Goods	Classes	Country
FLEX-BOLT	06/11/85	1,340,118	Anti-vibration mountings for machinery.	07	USA
FLOCK-LOK	01/23/68	842,697	Resinous plastic adhesive composition of paint-like consistency for attaching flock to elastomer, plastics, metals, wood, textiles, glass, etc.	01	USA
FLUIDLASTIC	12/03/85	1,373,788	Vibration insulators formed in part of rubber.	17	USA
FUSOR	12/06/83	1,259,705	Epoxy resin adhesives for structural bonding use.	01	USA
FUSOR	10/28/75	1,023,539	Chemical compositions for promoting adhesion of polymers to surfaces.	01	USA
FUSOR	09/19/61	721,476	Resinous plastic adhesive compositions and components thereof.	05	USA

REGISTERED TRADEMARKS

Trademark	Registration Date	Registration No.	Goods	Classes	Country
HUGHSON	01/31/61	710,441	Protective coatings, adhesives, surface treatments and chemical specialties.	16	USA
LASTOFLEX	08/07/73	965,495	Machinery bearings.	07	USA
LASTOSPHERE	12/01/70	903,388	Bonded rubber-metal springs primarily for railway, highway & off highway vehicles & parts thereof.	12	USA
IG-PAD	11/13/73	972,768	Boating adaptor pads for railway trucks.	17	USA
ICOLL	07/09/77	648,212	Vibration & shock mountings & joints.	23	USA
LORD	04/24/84	1,275,185	Plastics in the form of sheets for use in industry and in packaging.	17	USA

REGISTERED TRADEMARKS

Trademark	Registration Date	Registration No.	Goods	Classes	Country
LORD	05/22/84	1,278,523	Paint-like coatings, primers, sealers, thinners & curatives used in association therewith.	02	USA
LORD	05/29/84	1,279,421	Adhesives for industrial use.	01	USA
MAXXUS	0/3/03	1,785,071	Adhesives for use in the automotive and motor vehicle industry.	01	USA
OUTRITE	04/03/84	1,272,287	Mold release agents for use in forming of plastic & rubber.	01	USA
PHOTOGLAZE	12/11/79	1,127,367	High energy curable coatings.	02	USA
PHOTOGLAZE	01/26/82	1,188,226	Consulting services development of systems relating to energy-curable industrial couplings.	42	USA

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>	<u>Goods</u>	<u>Classes</u>	<u>Country</u>
POLY DMB	03/18/75	1,006,794	Aromatic C-Nitroso Low Molecular Weight Polymers.	01	USA
QDO	03/26/74	980,774	Quinoid vulcanizing agents for elastomers.	01	USA
SHOCKTALK	2/2/93	1,750,145	Periodical magazines and newsletters relating to vibration, shock and noise control products.	16	USA
SPE	12/03/85	1,373,778	Elastomeric material used in motion accommodating &/or attenuating bearings, bushings, mounts, couplings & the like.	17	USA
TEMPROOF	03/24/59	675,969	Vibration mountings.	23	USA
TY-PLY	02/20/40	375,564	Rubber derivative for bonding rubber to metals.	01	USA

REGISTERED TRADEMARKS

Trademark	Registration Date	Registration No.	Goods	Classes	Country
TYCEL	09/09/80	1,139,330	Urethane adhesives used in industry, primarily for laminating purposes.	01	USA
TYRILE	12/06/83	1,259,704	Urethane structural adhesives.	01	USA
V	09/04/79	1,124,710	Springs for vehicles.	12	USA
VERSILOK	01/06/76	102,951	Acrylic structural adhesives.	01	USA

NON-REGISTERED TRADEMARKS

Chemical Products Division

AQUAPREG™ - To be determined - covers products of Crest Products Company

AQUAWRAP™ - To be determined - covers products of Crest Products Company

CASTALL® - Epoxy resins, urethane elastomers for use in insulating and conductive materials in electrical and electronic applications

Note: Registered Trademark assigned to Lord in acquisition but registration of assignment not completed

CHEMLOK SOLUTIONS™ - Newsletter or magazine published from time to time relating to Chemlok® products

CHROMACURE™ - Chemical additive to adhesives which permits user to determine cure status of product

CREST™ - Adhesives

FUSOR™ - Chemical compositions and adhesives for use in the manufacture and repair of vehicles

SAA™ - Adhesives; Surface activated adhesives

VERSIFIL™ - To Be Determined

Mechanical Products Division

DYNASHOCK™ - Rubber/metal bonded articles for dampening vibration and shock, including channel mounts and shock mounts

HYTEC™ - Surface effect devices

NVX™ - Mounts, dampers, absorbers, actuators, controllers, sensors and speakers, used independently or in various combinations, for monitoring, isolating, controlling, cancelling and/or reducing vibration, shock or noise arising from or in connection with the operation of engines and machines

Electronic systems and components thereof for monitoring, isolating, controlling, cancelling and/or reducing vibration, shock or noise

Mounts, dampers, absorbers, actuators, controllers, sensors and speakers, used independently or in various combinations, for monitoring, isolating, controlling, cancelling and/or reducing

Page 2

vibration, shock or noise arising from or in connection with the operation of vehicles

RHEONETIC™ - Magnetorheological (MR) devices

SINESEMINAR™ - Educational seminars on vibration, shock and noise control

SINEWARE™ - Computer software

SINEWAVES™ - Periodical magazines and newsletters relating to vibration, shock and noise control products

VERSAFLO™ - Electrorheological and magnetorheological fluids

(2)