

07-23-1998

OMB No. 0651-001 (exp. 4/94)



LY

To the Honorable Commission

100771478

attached original documents or copy thereof

7-21-98

1. Name of conveying party(ies):

GPX Corp.

- Individual(s)
- General Partnership
- Corporation-State Nevada
- 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: July 8, 1998

2. Name and address of receiving party(ies)

Name: Cooper Technologies Company

Internal Address: Suite 5800

Street Address: 600 Travis

City: Houston State: TX Zip: 77002

- 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 to attached: Yes No

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.s(s)

see attached Schedule A

B. Trademark Registration No.(s)

see attached Schedule A

Additional numbers attached? Yes No

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

Name: Craig G. Cochenour

Internal Address: Global Industrial
51st Floor Technologies

Street Address: 600 Grant Street

City: Pittsburgh State: PA ZIP: 15219

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 3.41)..... \$ 365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

09-0110

(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.

Craig G. Cochenour

Name of Person Signing

Reg. 33,666

Craig G. Cochenour
Signature

20, 1998
Date

Total number of pages including cover sheet, attachments, and documents: 4

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

TRADEMARK
REEL: 1757 FRAME: 0722

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07/22/1998 JMT/KMS 0000110 090110

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365.00
20, 1998

SCHEDULE A

I. TRADEMARK APPLICATIONS

Application No.	Filing Date	Trademark
75/129,649	7/3/1996	INTOOL INCORPORATED
75/129,650	7/3/1996	INTOOL INCORPORATED & DESIGN

II. TRADEMARK REGISTRATIONS

Registration No.	Reg. Date	Trademark
659,290	3/11/1958	AIRETOOL (Intl. Class 7)
902,145	11/10/1979	AIRETOOL (Intl. Class 7)
750,814	6/11/1963	CIRCLE (narrow gold band)
753,683	7/30/1963	CIRCLE (wide gold band)
704,929	9/27/1960	CLECO (Intl. Class 7)
2,002,814	9/24/1996	CLECO (Intl. Class 7)
932,472	4/18/1972	CLECO (Intl. Class 6)
691,231	1/12/1960	CLECOMATIC
1,893,028	5/9/1995	TORK-TRAK
1,996,918	8/27/1996	ULTRA PULSE & DESIGN
1,993,577	8/13/1996	ULTRAPULSE
1,999,603	9/10/1996	ULTRA PULSE

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, GPX CORP., a Nevada corporation, having its principal offices at 300 South Fourth Street, Suite 1100, Las Vegas, Nevada 89101, (hereinafter referred to in this assignment as "ASSIGNOR"), is the record owner of the trademarks, trademark applications, and trademark registrations listed in Schedule A attached hereto;

WHEREAS, COOPER TECHNOLOGIES COMPANY, a Delaware corporation, having its principal offices at 600 Travis, Suite 5800, Houston, Texas 77002 (hereinafter referred to in this assignment as "ASSIGNEE"), is desirous of acquiring the trademarks, trademark applications, and trademark registrations listed in the attached Schedule A together with the goodwill of the business in which the trademark are used;

NOW THEREFORE, in consideration of the sum of U.S. \$10.00 (ten United States dollars), ASSIGNOR hereby sells, assigns, and transfers to ASSIGNEE, all of ASSIGNOR's right, title, and interest to the trademarks, trademark applications, and trademark registrations listed in the attached Schedule A together with the goodwill of the business in which the trademarks are used. This assignment includes all rights to enforce and sue for, and to receive monetary damages and equitable relief for, infringements of the trademarks listed in the attached Schedule A which occurred prior to the date of this assignment.

ASSIGNOR retains no ownership rights in the trademarks, trademark applications, and trademark registrations transferred to ASSIGNEE by this assignment.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment of United States Trademarks to be executed by its duly authorized representative on this 8th day of July, 1998.

GPX CORP.
By: [Signature]
Name: Kenneth C. Fernandez
Title: Assistant Secretary

On this 8th day of July, 1998, before me personally appeared Kenneth C. Fernandez, proved to me on the basis of satisfactory evidence to be the person who executed the above Assignment of United States Trademarks as Assistant Secretary on behalf of GPX Corp. and acknowledged to me that the corporation executed it.

WITNESS my hand and official seal.

[Signature]
Notary Public



RECORDED: 07/21/1998

TRADEMARK
REEL: 1757 FRAME: 0724