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FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies):

Johnson Welding & Manufacturing Co., Inc. P.O. Box 480 Rice Lake, WI 54868-0480

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

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

2. Name and address of receiving party(ies)

Name: Carlisle Management Company

Internal Address:

Street Address: 250 S. Clinton St., Suite 201

City: Syracuse State: NY ZIP: 13202

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State (checked), 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) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment (checked), Security Agreement, Other, Merger, Change of Name

Execution Date: May 28, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

872,898

Additional numbers attached? Yes No

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

Name: Carlisle Management Company

Internal Address: c/o Michael L. Roberson

Street Address: 250 S. Clinton St., Suite 201

City: Syracuse State: NY ZIP: 13202

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:

(Attach duplicate copy of this page if paying by deposit account)

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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.

Edmund A. Ricci

Name of Person Signing

[Signature]

Signature

May 28, 1999

Date

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

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

TRADEMARK REEL: 001960 FRAME: 0579

ASSIGNMENT OF TRADEMARK

ASSIGNMENT made this 28th day of May 1999 between Johnson Welding & Manufacturing Co., Inc. (the "Assignor"), a Delaware corporation with an office at 215 E. Allen Street, Rice Lake, Wisconsin 54868, and Walker Acquisition I Company (the "Assignee"), a Delaware corporation with an office at 250 S. Clinton Street, Suite 201, Syracuse, NY 13202.

WITNESSETH:

WHEREAS, the Assignor is the owner of a trademark, "JOHNSON", and the Federal Registration thereof, Registration No. 169,490 issued June 5, 1970 by the Canadian Intellectual Property Office; and

WHEREAS, the Assignee is desirous of acquiring all rights in such trademark and such registration thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby sell, assign and transfer unto the Assignee all rights, title and interest in and to such trademark, "JOHNSON", together with the goodwill of the business symbolized by such mark and the registration thereof, Registration No. 169,490 and the right to recover for any past infringement or other unauthorized use of such mark.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be executed as of the date first set forth above.

Johnson Welding & Manufacturing Co., Inc.

By:



Edmund A. Ricci, President

STATE OF WISCONSIN

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COUNTY OF BARRON

The foregoing Trademark Assignment was acknowledged before me this 28th day of May 1999 by Edmund A. Ricci, President, Johnson Welding & Manufacturing Co., Inc.

S. K. Peterson

Notary Public

My Commission Expires 6/30/02

EXHIBIT A
CANADIAN TRADEMARK
REGISTERED

<u>Trademark</u>	<u>Class</u>	<u>Registration No.</u>	<u>Registration Date</u>
JOHNSON	N/A	169,490	June 5, 1970