

09-19-2001



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I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231, Attn: BOX ASSIGNMENTS

SEP 13 2001

9-13-01

Rita Sulic
Rita Sulic

TRADEMARKS ONLY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

IN RE REGISTRATION OF : Preferred Distributors, Inc.
FOR THE MARKS : **SLEDGE HAMMER** (+4 others)
REG. NOS. : 2,215,491 (+4 others)
REG. DATES : December 29, 1998 (+4 others)
ATTORNEY DOCKET NO. : PRL 0 001

Cleveland, Ohio 44114-2518
September 13, 2001

RECORDATION FORM COVER SHEET

Commissioner of Patents
and Trademarks
Washington, DC 20231

Dear Sir:

Please record the attached original document or copy thereof.

1. Name of conveying Party(ies):
Preferred Distributors, Inc.

Entity:

___ Individual(s) ___ Association
___ General Partnership ___ Limited Partnership
X Corporation-State Delaware
___ Other _____

09/19/2001 LMUELLER 00000013 2215491

01 FC:481
02 FC:482

40.00 DP
100.00 GP

TRADEMARK
REEL: 002369 FRAME: 0335

2. Name and Address of receiving Party(ies):

Name: Pro-Link, Inc.

Internal Address: _____

Street Address: 510 Chapman Street

City: Canton

State: Massachusetts ZIP: 02021

Entity:

- 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

(Designation must be a separate document from Assignment.)

3. Nature of Conveyance:

- Assignment Change of Name
- Security Agreement Merger

Other _____

Execution Date: August 29, 2001

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

Additional sheet attached? Yes No

A. Trademark Appl. No.(s)

B. Trademark Reg. No.(s)

Additional numbers attached? Yes No

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

Name: Colleen F. Goss

Firm: Fay, Sharpe, Fagan,

Minnich & McKee, LLP

Address: 1100 Superior Avenue

Seventh Floor

City: Cleveland

State: Ohio ZIP: 44114-2518

6. Total number of applications and registrations involved: 5

7. Total fee (37 C.F.R. 3.41): \$ 140.00

Enclosed--- The Commissioner is hereby authorized to charge any additional fees which may be required or credit any overpayment to Deposit Account No. 06-0308.

Authorized to be charge to deposit account

8. Deposit Account Number (attach duplicate copy of this form if paying by Deposit Account): _____

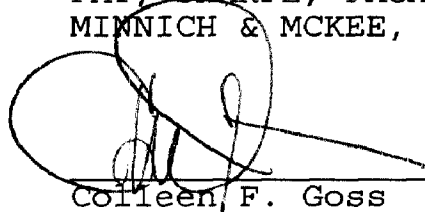
DO NOT USE THIS SPACE

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.

Respectfully submitted,

FAY, SHARPE, FAGAN,
MINNICH & MCKEE, LLP



9/13/01
Date

Colleen F. Goss
1100 Superior Avenue
Seventh Floor
Cleveland, OH 44114-2518
(216) 861-5582

Total number of pages including cover sheet, attachments, and document: 8

4a. (continued)

SPIN SHIELD	2,279,875	September 21, 1999
ROTO-PRO	2,203,340	November 10, 1998
KNOCK OUT	2,245,112	May 11, 1999
LAST TOUCH	2,261,530	July 13, 1999

CONFIRMATORY ASSIGNMENT

WHEREAS, Preferred Distributors, Inc., a Delaware corporation, having a place of business at 510 Chapman Street, Canton, Massachusetts 02021 ("Preferred Distributors"), is the owner of record of the trademarks and registrations therefor identified on Exhibit A, attached hereto and made a part hereof;

WHEREAS, Preferred Distributors, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, did, as of January 1, 2000, sell, assign and transfer to Pro-Link, Inc., a Delaware corporation, having a place of business at 510 Chapman Street, Canton, Massachusetts 02021 ("Pro-Link"), the entire right, title and interest in and to the marks together with the goodwill of the business in connection with which the trademarks are used and the registrations therefor as identified on Exhibit A; and,

WHEREAS, both Preferred Distributors and Pro-Link recognize that in order to effect the formal transfer of, and to vest title in the trademarks and the registrations and applications for registration thereof, it is necessary to file in the U.S. Patent and Trademark Office, for purposes of recording, a confirmatory instrument specifically enumerating the trademarks, registrations, and applications so assigned.

NOW, THEREFORE, to whom it may concern, be it known that for the consideration described hereinabove Preferred Distributors does hereby confirm and certify that it sold, assigned and transferred and does hereby sell, assign and transfer to Pro-Link the aforesaid trademarks and the registrations thereof together with the goodwill of the business in connection with which the said trademarks are used as of January 1, 2000.

IN WITNESS WHEREOF, Preferred Distributors, Inc. has caused this

Confirmatory Assignment to be executed by a duly authorized officer on

August 29, 2001.

PREFERRED DISTRIBUTORS, INC.

By Charles R. Jones
C.E.O.

EXHIBIT A

Mark	Reg. No.	Reg. Date
SLEDGE HAMMER	2,215,491	December 29, 1998
SPIN SHIELD	2,279,875	September 21, 1999
ROTO-PRO	2,203,340	November 10, 1998
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