

10-29-2001

FORM PTO-1594

10-24(-)



U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 4343.0995

101889624

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

1. Name(s) of conveying party(ies):

- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- Other:



2. Name(s) and address(es) of receiving party(ies):

Name: Fiberglass Systems, L.P.
Address: 2835 Holmes Rd.
Houston, TX 75051

- Individual(s)
- Association
- General Partnership
- Limited Partnership of Texas
- Corporation
- Other:

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

Execution Date: December 8, 2000

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

A. Trademark Application Number(s):

B. Trademark Registration Number(s):

See Schedule A

Additional numbers attached? Yes No

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

Name: Christina J. Hieber
Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41): \$315

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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.

Christina J. Hieber

Name of person signing

Christina Hieber

Signature

October 24, 2001

Date

Total number of pages including cover sheet, attachments and documents: 6

Schedule A
A.O. Smith Corporation to Fiberglass Systems, L.P.

Mark	Application Number	Application Date	Registration Number	Registration Date
BIG THREAD	73/181,868	8/14/1978	1,139,607	9/16/1980
CERAM CORE	73/181,867	8/14/1978	1,134,131	4/29/1980
CHEM THREAD	74/194,358	8/13/1991	1,764,490	4/13/1993
CHEM THREAD	74/307,932	8/25/1992	1,770,058	5/11/1993
GREEN THREAD	72/266,465	3/10/1967	851,737	7/2/1968
POLY THREAD	72/290,904	2/12/1968	866,088	3/11/1969
RED THREAD	73/602,888	6/9/1986	1,425,583	1/20/1987
RED THREAD	72/077,396	7/9/1959	692,016	1/26/1960
RED THREAD	72/183,256	12/19/1963	789,879	5/25/1965
SILVER STREAK	74/695,612	6/28/1995	2,023,199	12/17/1996
SMITH FIBERGLASS & Design	73/666,544	6/15/1987	1,492,230	6/14/1988
Z-CORE	75/229,998	1/23/1997	2,116,386	11/25/1997

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Trademark Assignment") is made this 8th day of December, 2000, by A. O. Smith Corporation, a Delaware corporation (the "Company").

WHEREAS, Fiberglass Systems, L.P. ("Fiberglass"), a limited partnership organized under the laws of Texas, is desirous of acquiring the Company's right, title and interest in and to the following trademarks and the registrations and pending applications related thereto (collectively, the "Marks"), together with the goodwill of the business symbolized thereby:

<u>Mark</u>	<u>Country</u>	<u>Reg. No.</u>	<u>Issue Date</u>
Big Thread	USA	1,139,607	September 16, 1980
Blue Streak	USA	882,008	December 9, 1969
Ceram Core	USA	1,134,131	April 29, 1980
Chem Thread Classes: 17	USA	1,764,490	April 13, 1993
Chem Thread Classes: 20	USA	1,770,058	May 11, 1993
Cyonyx	USA	2,312,455	January 25, 2000
Green Thread	USA	851,737	July 2, 1968
Helical Crossover Winding	USA	781,979	December 22, 1964
Helical Crossover Winding Classes: 12, 13, 34	USA	789,534	May 18, 1965
Kwikey	USA	1,056,089	January 11, 1977
Poly Thread	USA	866,088	March 11, 1969
Red Thread	USA	789,879	May 25, 1965
Red Thread Classes: 34	USA	692,016	January 26, 1960
Red Thread Classes: 9	USA	1,425,583	January 20, 1987
Silver Streak	USA	2,023,199	December 17, 1996
Smith Fiberglass	USA	1,492,230	June 14, 1988
Z-Core	USA	2,116,386	November 25, 1997

<u>Mark</u>	<u>Country</u>	<u>Reg. No.</u>	<u>Issue Date</u>
Big Thread	Canada	304,274	June 28, 1985
Blue Streak	Canada	172,361	October 30, 1970
Blue Streak	Argentina	1,317,593	November 9, 1988
Blue Streak	Germany	2,047,028	April 6, 1992
Blue Streak	Mexico	452,329	February 14, 1994
Ceram Core	Canada	246,559	November 27, 1981
Ceram Core	Italy	413,065	March 10, 1986
Green Thread Fiberglass	Germany	1,173,457	March 11, 1991
Green Thread	Canada	289,950	April 19, 1984
Green Thread	Egypt	60,159	December 31, 1985
Green Thread	Saudi Arabia	117/38	December 3, 1985
Green Thread	Italy	413,064	March 10, 1986
Green Thread	Mexico	452,330	February 14, 1994
Helical Crossover Pattern	Benelux	380,616	October 29, 1982
Helical Crossover Pattern	United Kingdom	B1301828	February 24, 1987
Helical Crossover Pattern	Mexico	455,837	March 30, 1994
Helical Crossover Pattern	Canada	269,987	June 11, 1982
Helical Crossover Pattern	Saudi Arabia	117/37	December 3, 1985

<u>Mark</u>	<u>Country</u>	<u>Reg. No.</u>	<u>Issue Date</u>
Helical Crossover Pattern	Egypt	60,442	May 19, 1985
Helical Crossover Pattern	France	1,694,793	September 23, 1991
Poly Thread	Canada	259,511	June 5, 1981
Poly Thread	Italy	716,099	July 15, 1997
Poly Thread	United Kingdom	B1190209	March 12, 1986
Smith Fiberglass	Germany	1,177,551	June 11, 1991
Red Thread	Canada	288,608	March 9, 1984
Red Thread	Egypt	69,146	March 23, 1989
Red Thread	Italy	442,898	July 15, 1997
Red Thread	Mexico	452,328	February 14, 1994
Red Thread	United Kingdom	B1138394	August 7, 1980
Smith Fiberglass and Logo	Mexico	455,838	March 30, 1994
Smith Fiberglass (Chinese)	China	1,105,669	September 21, 1997
Smith Fiberglass	China	1,105,670	September 21, 1997
T.A.B.	Argentina	1,345,566	May 8, 1989
TBS	Argentina	1,387,938	February 28, 1992

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the provisions of the Asset and Equity Purchase Agreement, dated as of December 8, 2000 (the "Purchase Agreement"), among the Company, Fiberglass and Tuboscope (Holding U.S.) Inc., a Delaware corporation, the Company hereby sells, assigns and transfers unto Fiberglass, the Company's right, title and interest in and to the Marks, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business symbolized thereby and any rights for infringement or breach thereof.

IN WITNESS WHEREOF, the Company has caused this Trademark Assignment to be executed and delivered as of the date first above written.

A. O. SMITH CORPORATION

By: Steve W. Rottler

Printed Name: Steve W. Rottler

Title: Vice President Business Development