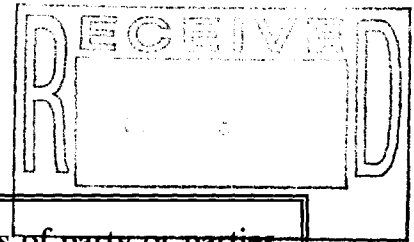


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9-18-98*



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<p>1. Name of party or parties conveying an interest:</p> <p>Melvin Eugene Wolfe, Jr. Mark Earnest Baer James Frank Streeter</p>	<p>2. Name and address of party or parties receiving an interest:</p> <p>Name: Shop-Vac Corporation, a New Jersey corporation Address: 2323 Reach Road City: Williamsport State: Pennsylvania Zip: 17701</p>
<p>3. Description of the interest conveyed:</p> <p><input checked="" type="checkbox"/> Assignment                      Other:  <input type="checkbox"/> Merger  <input type="checkbox"/> Change of Name  <input type="checkbox"/> Security Agreement</p> <p>Execution Date: November 24, 1997</p>	
<p>4. Application number(s) or patent number(s). Additional sheet attached?  YES _____ NO <u>X</u></p> <p>A. Patent application no.(s):  08/936,279 filed September 24, 1997</p> <p>If the document is being filed together with a new application, the execution date of the application is: _____</p> <p>B. Patent no.(s): _____</p>	
<p>5. Name and address of party to whom correspondence concerning this cover sheet should be mailed:</p> <p>Name: William E. McCracken  Reg. No. 30,195  MARSHALL, O'TOOLE, GERSTEIN,  MURRAY &amp; BORUN  Street Address: 6300 Sears Tower,  233 South Wacker Drive  City: Chicago  State: Illinois Zip: 60606-6402</p>	<p>6. Number of applications and/or patents identified on this cover sheet:  _____ <u>1</u> _____</p> <p>7. Amount of fee enclosed or authorized to be charged:  \$ 40.00</p> <p>8. Any additional required fee may be charged, or any overpayment credited to our deposit account: 13-2855</p>

9. To the best of my knowledge and belief, the information contained on this cover sheet is true and correct and any copy submitted is a true copy of the original document.

*fee ok*

09/21/1998 INQUIRY 00000215 08936279  
40.00 DP

*William E. McCracken*  
William E. McCracken  
Reg. No. 30,195

Total number of pages including cover sheet, attachments, and document: 3

**A S S I G N M E N T**

Serial No: 08/936,279  
 Filed: September 24, 1997  
 Title: MOTOR SHAFT ASSEMBLY METHOD

For ten dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned hereby assign to Shop-Vac Corporation, a New Jersey corporation, 2323 Reach Road, Williamsport, Pennsylvania 17701 (hereinafter "assignee"), its successors and assigns, the entire right, title and interest in the invention or improvements of the undersigned disclosed in the above-identified application for Letters Patent of the United States, executed by the undersigned on 11-21-97, and in said application and any and all other applications, both United States and foreign, which the undersigned may file, either solely or jointly with others, on said invention or improvements, and in any and all Letters Patent of the United States and foreign countries, which may be obtained on any of said applications, and in any reissue or extension thereof.

The undersigned hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to said assignee.

The undersigned warrant themselves to be the owners of the interest herein assigned and to have the right to make this assignment and further warrant that there are no outstanding prior assignments, licenses, or other rights in the interest herein assigned.

For said consideration the undersigned hereby agree, upon the request and at the expense of said assignee, its successors and assigns, to execute any and all divisional, continuation, continuation-in-part and substitute applications for said invention or improvements, and any necessary oath or affidavit relating thereto, and any application for the reissue or extension of any Letters Patent that may be granted upon said application, and any and all applications and other documents for Letters Patent in foreign countries on said invention or improvements, that said assignee, its successors or assigns, may deem necessary or expedient, and for said consideration the undersigned further agree upon the request of said assignee, its successors or assigns, in the event of any application or Letters Patent assigned herein becoming involved in Interference, to cooperate to the best of the ability of the undersigned with said assignee, its successors or assigns, in the matters of preparing and executing the preliminary statement and giving and producing evidence in support thereof, the undersigned hereby agreeing to perform, upon request, any and all affirmative acts to obtain said Letters Patent, both United States and foreign, and vest all rights therein hereby conveyed in said assignee, its successors and assigns, whereby said Letters Patent will be held and enjoyed by said assignee, its successors and assigns, to the full end of the term for which said Letters Patent may be granted as fully and entirely as the same would have been held and enjoyed by the undersigned if this assignment and sale had not been made.

MARSHALL, O'TOOLE, GERSTEIN, MURRAY & BORUN, 6300 Sears Tower, 233 South Wacker Drive, Chicago, Illinois 60606-6402

WITNESS our hands this 24<sup>th</sup> day of November, Nineteen Hundred and Ninety-Seven.

State of Pennsylvania  
County of Lycoming } s.

Melvin Eugene Wolfe, Jr.  
Melvin Eugene Wolfe, Jr.

Mark Earnest Baer  
Mark Earnest Baer

James Frank Streeter  
James Frank Streeter

On this 24<sup>th</sup> day of November, 1997, before me, a Notary Public in and for the County and State aforesaid, appeared Melvin Eugene Wolfe, Jr., Mark Earnest Baer, and Frank James Street, to me personally known to be the same persons whose names are subscribed to the foregoing instrument, and acknowledged that they executed said instrument as their free and voluntary act and for the uses and purposes therein expressed.

WITNESS my hand and seal the same day and year last above given.

My Commission Expires: April 21, 2001 Cheryl Appleton  
Notary Public

Notarial Seal  
Cheryl Appleton, Notary Public  
Williamsport, Lycoming County  
My Commission Expires April 21, 2001  
Member, Pennsylvania Association of Notaries