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To the Honorable Commissioner of Pa

100868919

original documents or copy thereof.

1. Name of conveying party(ies):
Robert A. Grubba; Caleb Sullivan;
Kevin B. Chlebek; Jeffrey A.
Price

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

2. Name and address of receiving party(ies)

Name: Lionel L.L.C.

Internal Address: _____

Street Address: 50625 Richard W. Blvd.

City: Chesterfield State: MI ZIP: 48051

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

3. Nature of conveyance:

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

Execution Date: October 27, 1998

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

09/185,304

If this document is being filed together with a new application, the execution date of the application is: 11/3/98

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Thomas E. Bejin, Esq.

Internal Address: _____

Street Address: 3001 W. Big Beaver,
Suite 624

City: Troy State: MI ZIP: 48084

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

25-0115

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

11/09/1998 DNGUYEN 00000444 09185304

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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.

Thomas E. Bejin
Name of Person Signing

Signature

11/3/98
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



ASSIGNMENT



WHEREAS, we Robert A. Grubba, Caleb Sullivan, Kevin B. Chlebek and Jeffery A. Price, of Rochester Hills, Michigan; Clinton Township, Michigan; Farmington Hills, Michigan; and Lakeville, Michigan, respectively, have invented a
DRIVE ASSEMBLY FOR MODEL TRAIN
for which we are about to make application for Letters Patent of the United States of America; and

WHEREAS, Lionel Trains, Inc., a New York limited liability corporation, having its principal place of business at Chesterfield, Michigan, desires to acquire the entire right, title and interest in and to said invention.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, receipt whereof is hereby acknowledged, we, by these presents do sell, assign, and transfer unto said corporation, its successors and assigns, all right, title and interest in the United States of America and all foreign countries in and to said invention as described in the patent application executed by us on the 27 day of Oct, 1998, and we hereby authorize our attorneys, authorized to prosecute said application, to here insert the filing date and serial number of said application, as soon as it is known, Serial No. _____, filed _____, and to any improvements on said invention heretofore or hereafter made while we are in the employ of said corporation, and any divisions or continuations of said application, and all Patents, United States and foreign, granted upon any such applications or for the inventions described therein, and any reexaminations, reissues or extensions of said Patents; and we hereby authorize and request the Commissioner of Patents and Trademarks to issue all Patents on said United States applications to said corporation as assignee thereof.

FOR SAID CONSIDERATIONS, we hereby covenant and agree that we are the owners of the full title herein assigned and have the right to assign the same, and agree that we will communicate to said corporation or its representatives, any facts known to us respecting said invention or inventions and testify in any legal proceedings relating thereto when called upon, and will sign all instruments and documents and render such assistance which in the judgment of said corporation is necessary to vest in it and protect the legal title sought to be assigned.


Robert A. Grubba

Kevin B. Chlebek


Caleb Sullivan

Jeffery A. Price

Signed and Sealed this ___ day of _____, 199__.

After recordation, please return the Assignment to:

Thomas E. Bejin
YOUNG & BASILE, P.C.
3001 West Big Beaver, Suite 624
Troy, Michigan 48084-3107