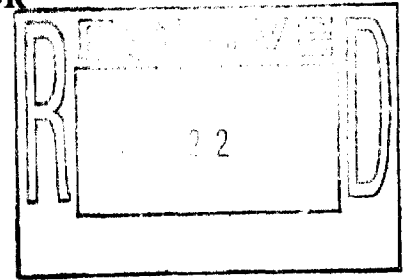


COVER SHEET FORWARDING ASSIGNMENT OR
OTHER CONVEYANCE FOR RECORDING

07-26-1999



101101244



Commissioner of Patents
and Trademarks
Box Assignments
Washington, D.C. 20231

Dear Sir:

Please record the attached original document:

1-99-99

1. Name of conveying party: Kenneth Smith and Robert Rush

2. Name and address of receiving party: MTD Products Inc, P.O. Box 368022,
Cleveland, OH 44136-9722

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other.....

Execution Date:.....

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

If this document is being filed together with a new application, the execution date of the
application is:.....

a. Patent Application No.(s):

b. Patent No.(s):

c. Serial No.(s): 09/159,971

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

Roger D. Emerson, Esquire
4421 Ranchwood Spur
Akron, OH 44333-1343

40E

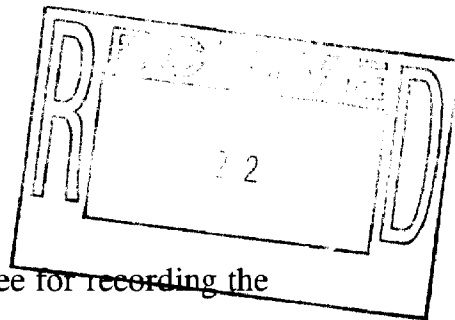
7/23/1999 DNGUYEN 00000285 09159971

1 FC:581

40.00 DP

6. Total number of applications and patents involved: [1]

7. Total fee (37 CFR 1.21(h)):...1..X \$40.00 = \$40.00.



[X] A check in the amount of \$40.00 which includes the fee for recording the Assignment is enclosed.

[] Please charge deposit account 05-0875 in the amount of \$..... to cover the recording fee.

8. Please charge any additional fees due, or credit any overpayment to deposit account number 05-0875.

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.

Roger D. Emerson
 Roger D. Emerson, Esquire
 Reg. No.: 33,169

4421 Ranchwood Spur
 Akron, Ohio 44333-1343

June 15, 1999
 Date

Total number of pages comprising cover sheet: [2]

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ASSIGNMENT

WHEREAS, WE Kenneth Smith and Robert Rush

of 2767 Columbia Road, Medina, Ohio 44256 and 156 Woodhill, Amerhost, Ohio 44001 have invented certain improvements in REVERSIBLE TAILLIGHT ASSEMBLY

and described in a patent application executed the 24 day of Sept, 1998 by the undersigned for filing in The United States of America, being owner(s) of all right, title and interest in and to said application and in and to any invention described therein and having full right to convey the entire interest both legal and equitable herein assigned; and

WHEREAS, MTD PRODUCTS INC, of Cleveland, Ohio 44136-9722, a corporation of the State of Ohio (assignee) is desirous of acquiring the entire right, title and interest in and to said application and said invention described therein and any and all patents to be obtained therefor, all as hereinafter set forth:

NOW, THEREFORE, in consideration of good and valuable consideration received by the undersigned, the undersigned does (do) hereby sell, assign, transfer and set over unto said assignee, its successors and assigns, the entire right, title and interest in and to said invention or inventions, as described in the aforesaid application, in any form or embodiment thereof, and in and to the aforesaid application; and in and to any application filed in any foreign country based thereon, including the right to file said foreign applications under the provisions of the International Convention; also the entire right, title and interest in and to any and all patents or reissues or extensions thereof to be obtained in this or any foreign country upon said invention or inventions and any divisional, continuation, continuation-in-part or substitute applications which may be filed upon said invention or inventions in this or any foreign country; and the undersigned hereby authorize(s) and request(s) the issuing authority to issue any and all patents on said application or applications to said assignee or its successors and assigns.

The undersigned further agree(s) to execute all divisional, continuing, substitute, improvement, extension, reissue and other patent applications in this or any foreign country relating to said application or invention and to sign all other lawful papers and to perform all other lawful acts without further consideration, but without expense to myself (ourselves), which the assignee may deem necessary or desirable to make this Assignment fully effective including by way of example, but not of limitation, the following acts:

- (1) Prompt execution of all lawful oaths, affidavits and/or supplemental oaths required or deemed advisable by the assignee to further the prosecution of any application or applications for letters patent relating to the subject matter of this Assignment;
- (2) To co-operate to the best of my (our) ability in the execution of all lawful documents, the production of evidence, and the giving of testimony in interference, opposition, nullification or infringement proceedings involving the said invention or improvement, applications or patents or any of them.

The undersigned hereby authorize(s) said assignee to insert in this Assignment the serial number and filing date of the above-identified application when known.

IN WITNESS WHEREOF, the undersigned has (have) hereunto set his (their) hand(s) and seal(s) on the date(s) set after his (their) signature(s).

Robert Emerson (L.S.) Kenneth Smith, 2-4 1999
WITNESS Robert Emerson (L.S.) Robert Rush, 3-24 1999
WITNESS _____ (L.S.) _____, _____ 19____
WITNESS _____ (L.S.) _____, _____ 19____
WITNESS _____ (L.S.) _____, _____ 19____
WITNESS _____ (L.S.) _____, _____ 19____
WITNESS _____ (L.S.) _____, _____ 19____
WITNESS _____ (L.S.) _____, _____ 19____

On this 4th day of Feb, 1999, before me personally appeared
Kenneth Smith

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of Ohio)
of _____) SS: _____
Notary Roger Emerson

Notary **ROGER D. EMERSON, Attorney-At-Law**
Notary Public - State of Ohio
My commission has no expiration date
Sec. 147.03 R.C.

On this 25th day of MAR, 1999, before me personally appeared
Robert Rush

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of Ohio)
of _____) SS: _____
Notary Roger Emerson

Notary **ROGER D. EMERSON, Attorney-At-Law**
Notary Public - State of Ohio
My commission has no expiration date
Sec. 147.03 R.C.

On this _____ day of _____, 19____, before me personally appeared

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of _____)
of _____) SS: _____
Notary Public

On this _____ day of _____, 19____, before me personally appeared

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of _____)
of _____) SS: _____
Notary Public

On this _____ day of _____, 19____, before me personally appeared

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of _____)
of _____) SS: _____
Notary Public

On this _____ day of _____, 19____, before me personally appeared

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of _____)
of _____) SS: _____
Notary Public

On this _____ day of _____, 19____, before me personally appeared

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

State of _____)
of _____) SS: _____
Notary Public

On this _____ day of _____, 19____, before me personally appeared

to me personally known, and known to me to be the person(s) who signed the foregoing assignment, and acknowledge the signing of same as his (their) free act and deed.

Notary Public

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