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10-23-2000

Form PTO-1595 RECC



U.S. Department of Commerce
Patent and Trademark Office

101494717

To: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
GA Heartland, LLC

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: September 22, 1999

2. Name and address of receiving party(ies):
Name: Northern Gear, LLC
Internal Address:
Street Address: W245 N5570 Corporate Circle
City: Sussex State: WI Zip: 53089

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

4. Application number(s) or patent number(s):
A. Patent Application No.(s)

Additional numbers attached? Yes No

B. Patent No.(s)
6,056,487

Additional numbers attached? Yes No

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

Name: William K. Baxter
Godfrey & Kahn, S.C.
Internal Address:
Street Address: 780 North Water Street
City: Milwaukee State: WI Zip: 53202

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

7. Total fee (37 CFR 3.41):\$40.00
 Enclosed
 Authorized to be charged to deposit account for any deficiencies

8. Deposit account number: 07-1509

(Attach duplicate copy of this page 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.

William K. Baxter
Name of Person Signing

William K. Baxter
Signature

10/5/00
Date

Total number of pages including cover sheet, document, and attachments: [2]

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(10/20/2000 10:00 AM 10/20/2000 10:00 AM)

PATENT
REEL: 011164 FRAME: 0169

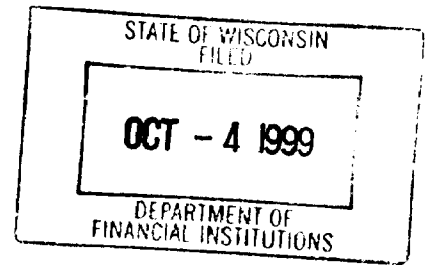
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1999 SEP 30 AM 9:00

AMENDMENT TO ARTICLES OF ORGANIZATION

OF

GA HEARTLAND, LLC



Pursuant to the consent of the Members of GA Heartland, LLC and in accordance with Section 183.0203 of the Wisconsin Statutes, the following resolution was duly adopted on September 22, 1999:

BE IT RESOLVED, that the Articles of Organization of the Company be, and they hereby are, amended by deleting Article 1, thereof and inserting in its place the following:

ARTICLE 1

The name of the limited liability company is "Northern Gear, LLC."

This Amendment to the Articles of Organization was adopted by the vote required under Section 183.0404(2) of the Wisconsin Statutes.

Executed in duplicate as of the 22 day of September, 1999.

GA HEARTLAND, LLC

By: James D. Brehmer
James D. Brehmer, Manager

This instrument was drafted by:

James N. Phillips
Godfrey & Kahn, S.C.
780 North Water Street
Milwaukee, Wisconsin 53202-3590

MW349807_1.DOC