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Attorney Docket No. 115762

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17548 U.S. P
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1. A. Name of conveying parties:
Thomas R. BERG
Nathan J. REESE
Jeffrey M. RUBACK

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

2. A. Name and address of receiving party:
ASF-KEYSTONE, INC.
1700 WALNUT STREET
GRANITE CITY, ILLINOIS 62040

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

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

B. Execution Date: All May 27, 2004

4. A. If this document is being filed together with a new application, the execution date of the application is: All May 27, 2004
B. Patent Application No.(s) 10856830
C. Patent No.(s) _____
Additional numbers attached? Yes No

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

Name: James A. Oliff

Address: OLIFF & BERRIDGE, PLC
P.O. Box 19928
Alexandria, VA 22320

6. Total number of applications and patents involved: 1
7. A. Total fee (37 CFR 3.41).....\$ 40.00
B. Enclosed (Check No. 154630)
8. Credit any overpayment or charge any underpayment to deposit account number 15-0461.

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 J. Pardini
Christopher W. Brown, Registration No. 38,025
Linda M. Saltiel, Registration No. 51,122
THOMAS J. PARDINI Reg. No. 3944
Date: June 1, 2004
Total number of pages including cover sheet, attachments, and document: 2

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WORLDWIDE ASSIGNMENT

- (1-8) Insert Name(s) of Inventor(s)
(1) Thomas R. BERG
(2) Nathan J. REESE
(3) Jeffrey M. RUBACK
(4)
(5)
(6)
(7)
(8)

In consideration of the sum of one dollar (\$1.00) and other good and valuable consideration paid to each of the undersigned, the receipt and sufficiency of which are hereby acknowledged, each undersigned agrees to assign, and hereby does assign, transfer and set over to

- (9) Insert Name of Assignee
(10) Insert Address of Assignee
(9) ASF-KEYSTONE, INC.
(10) 1700 WALNUT STREET, GRANITE CITY, ILLINOIS 62040

(hereinafter designated as the Assignee) and Assignee's heirs, successors, assigns and legal representatives, the entire right, title and interest for the United States of America as defined in 35 U.S.C. §100 and for all other countries: in the invention; in all applications for patent or similar rights on the invention, said applications including any and all provisional, non-provisional, divisional, continuation, confirmation, substitute and reissue application(s), including any application(s) filed in any country based thereon, and including the right to file foreign applications under the provisions of any treaty or convention; and in all grants, such as Letters Patent, certificates, utility models, confirmations, extensions, reissues and reexamination certificates that may be granted in the U.S. and in all other countries on the invention, known as

- (11) Insert Identification, such as Title, Case Number or Foreign Application Number
(11) MULTI-PURPOSE UNIVERSAL SIDEFAME FOR RAILWAY TRUCKS

(Attorney Docket No. 115762).
for which the undersigned has (have) executed an application for patent in the United States of America on even date herewith or

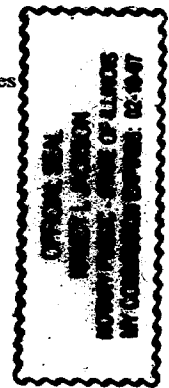
- (12) Insert Date of Signing of Application
(12) on

- (13) Alternative Identification for filed applications
(13) U.S. Application Serial Number
filed

- 1) Each undersigned agrees to execute all papers necessary in connection with any application and/or grant for the invention and also to execute separate assignments in connection with such applications and grants as the Assignee may deem necessary.
2) Each undersigned agrees to execute all papers necessary in connection with any interference which may be declared concerning any application or grant for the invention and to cooperate with the Assignee in every way possible in obtaining evidence and going forward with such interference.
3) Each undersigned agrees to execute all papers and documents and perform any act which may be necessary in connection with claims or provisions of the International Convention for Protection of Industrial Property or similar agreements.
4) Each undersigned agrees to perform all affirmative acts which may be necessary to obtain, maintain or confirm a valid grant to the Assignee in the United States and any other country in which the Assignee may file a patent application(s).
5) Each undersigned authorizes and requests the Commissioner of the U.S. Patent and Trademark Office and other issuing authorities to issue any and all grants resulting from said application(s) to the said Assignee, as Assignee of the entire interest, and covenants that he has full right to convey the entire interest herein assigned, and that he has not executed, and will not execute, any agreement(s) in conflict herewith, and agrees that this assignment is binding on him and his heirs, successors, assigns and legal representatives.
6) Each undersigned hereby grants the firm of OLIFF & BERRIDGE, PLC the power to insert on this assignment any further identification that may be necessary or desirable in order to comply with the rules of any issuing authority, including the United States Patent and Trademark Office, for recordation of this document.

In witness whereof, executed by the undersigned on the date(s) opposite the undersigned name(s).

Date 5/27/2004 Inventor Signature Thomas R. Berg (SEAL)
Date 5/27/2004 Inventor Signature Nathan J. Reese (SEAL)
Date 5/27/2004 Inventor Signature Jeffrey M. Ruback (SEAL)
Date Inventor Signature (SEAL)
Date Inventor Signature (SEAL)



This assignment should preferably be signed before: (a) a Notary Public if within the U.S.A. (b) a U.S. Consul if outside the U.S.A. If neither, then it should be signed before at least two witnesses who also sign here:

Date 5/27/2004 Witness Nancy D. Jackson
Date Witness