

06-04-1998

FORM PTO-1004
1-31-82



ET U.S. DEPARTMENT OF COMMERCE
Y Patent and Trademark Office

Tab settings

100728025

Attached original documents or copy thereof.

To the Honorable Commissioners.

MPO 5/26/98

1. Name of conveying party(ies):
 United Dominion Industries, Inc.
 Charlotte, North Carolina

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

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

2. Name and address of receiving party(ies):
 Name: VP Buildings, Inc.
 Internal Address: _____
 Street Address: 3200 Players Club Circle
 City: Memphis State: TN ZIP: 38125

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

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

Execution Date: July 2, 1997

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____
 B. Trademark registration No.(s)
See "Appendix A" attached

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: T. A. Zalenski, Esq.
 Internal Address: LIV Steel Company, Inc.
40-307
 Street Address: 200 Public Square
 City: Cleveland State: OH ZIP: 44114-2308

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41):..... \$ 520.00
 Enclosed - LIV Steel Check No. J001065
 Authorized to be charged to deposit account

8. Deposit account number:
12-2261
 (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.

T. A. Zalenski, Esq. [Signature] 5/20/98
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 2

OMB No. 0051-0011 (exp. 4/94)

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

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TRADEMARK
REEL: 1735 FRAME: 0080

Appendix A

Trademark Registration Nos.

1.	662,440
2.	676,206
3.	691,493
4.	715,976
5.	716,715
6.	717,724
7.	869,598
8.	926,653
9.	1,497,401
10.	1,768,983
11.	1,775,718
12.	1,778,645
13.	1,787,915

(#3216)

03-16-1998

FORM PTO-1584
1-21-82



SHEET 1 OF 1 U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

To the Honorable Comr

100662046

FEB 17 1998
The attached original documents or copy thereof.

MKD
2-17-98

<p>1. Name of conveying party(ies): United Dominion Industries, Inc. Charlotte, North Carolina</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: VP Buildings, Inc. Internal Address: _____ Street Address: 3200 Players Club Circle City: Memphis State: TN ZIP: 38125</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: July 2, 1997</p>	

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

A. Trademark Application No.(s)	B. Trademark registration No.(s) 662,440 691,493 716,715 869,598 676,206 715,976 717,724 926,653
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Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: T.A. Zalenski, Esq. Internal Address: LIV Steel Company, Inc. 40-307 Street Address: 200 Public Square City: Cleveland State: OH ZIP: 44114-2308</p>	<p>6. Total number of applications and registrations involved: 13 340 E</p> <p>7. Total fee (37 CFR 3.41): \$ 520.00 <input checked="" type="checkbox"/> Enclosed - LIV Steel Check No. 1001065 <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 12-2261 (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

T.A. Zalenski, Esq. *T.A. Zalenski* 2/11/98
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1 of 2

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

00000111 662440	Commissioner of Patents and Trademarks
40.00 DP	Box Assignments
300.00 DP	Washington, D.C. 20231

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TRADEMARK

03/11/1998 VBRDMM
01 FC:481
02 FC:482

**ASSIGNMENT OF TRADEMARKS, TRADEMARK APPLICATIONS
AND TRADEMARK REGISTRATION**

THIS ASSIGNMENT is made this 2nd day of July, 1997, by United Dominion Industries Limited, a Canadian corporation, and its affiliates listed on the signature pages hereof, having its principal place of business at Charlotte, North Carolina, collectively hereinafter referred to as the "Seller".

WITNESSETH:

WHEREAS, said Seller is the owner of the entire right, title and interest in and to the Trademarks and any registrations and applications therefore as listed in Schedule A;


WHEREAS, VP Buildings, Inc., a Delaware corporation, having its principal place of business at Cleveland, Ohio, and a wholly owned subsidiary of The LTV Corporation, a Delaware corporation ("LTV") hereinafter referred to as the "Buyer", is desirous of acquiring all of Seller's right, title and interest in and to said Trademarks and any registrations and applications therefor.

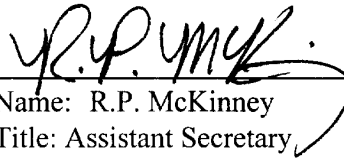
NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, and pursuant to the Asset Purchase Agreement dated as of May 21, 1997 (the "Agreement") among Seller and LTV, Seller does hereby sell, assign, transfer, set over and convey unto the Buyer, as of the date first above written, all its right, title and interest, in and to said Trademarks and any registrations and applications therefor together with the good will of the business symbolized by said trademarks.

ALL OF THE FOREGOING to be held and enjoyed by the Buyer for its own use and for the use of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Seller if this transfer to the Buyer had not been made.


IN WITNESS WHEREOF, Seller has caused this instrument of assignment to be executed and its corporate seal to be hereunto affixed.

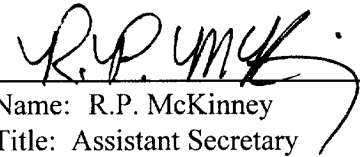
United Dominion Industries Limited

By: 
Name: J.M. Childress, II
Title: Vice President

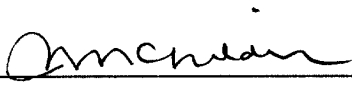
By: 
Name: R.P. McKinney
Title: Assistant Secretary

United Dominion Industries, Inc.

By: 
Name: J.M. Childress, II
Title: Vice President

By: 
Name: R.P. McKinney
Title: Assistant Secretary

Span International Limited

By: 
Name: J.M. Childress, II
Title: Vice President

VARCO PRUDEN - U.S. TRADEMARKS

<u>Registration Number</u>	<u>Mark</u>
83,146	APOGEE (California registration)
83,147	SNAP-SEAM (California registration)
662,440	STRAN STEEL and Design
676,206	STRAN-MASTER
691,493	VARCO
715,976	STRAN
716,715	STRAN-STYLE
717,724	GRAIN-MASTER
869,598	VP Logo
926,653	QUONSET
1,047,124	GENERAL
1,050,485	GENERAL BUILDINGS
1,051,113	GENERAL and Design
1,056,442	GENERAL AGRICULTURAL AND UTILITY BUILDINGS
1,094,971	SP-20
1,497,401	SNAP-SEAM
1,768,983	TILT-PLUS
1,775,718	ARCRIB
1,778,645	TILT-PLUS
1,787,915	VP COMMAND
1,891,451	TP and Design
1,893,901	TP and Design
	SNAPSEAL (pending application)

VARCO PRUDEN - FOREIGN TRADEMARK REGISTRATIONS

<u>Country</u>	<u>Registration Number</u>	<u>Mark</u>
Bahamas	11,892	VARCO-PRUDEN
Bahamas	11,893	VARCO-PRUDEN
Canada	UCA030,723	QUONSET
Canada	TMA225,919	VARCO-PRUDEN

June 24, 1997

TRADEMARK
REEL: 1735 FRAME: 0087

VARCO PRUDEN - FOREIGN TRADEMARK APPLICATIONS

<u>Country</u>	<u>Application Number</u>	<u>Mark</u>
Argentina		VP Logo
Argentina		VARCO PRUDEN
Argentina		VP COMMAND
Bolivia		VP Logo
Bolivia		VP COMMAND
Bolivia		VARCO-PRUDEN
Brazil		VP Logo
Brazil		VARCO PRUDEN
Brazil		VP COMMAND
Chile	371,834	VP Logo
Chile	371,833	VP COMMAND
Chile	371,832	VARCO-PRUDEN
China	950144504	VP in Chinese characters
China	950144505	VARCO-PRUDEN
China	950144506	VARCO-PRUDEN in Chinese characters
China	950144507	VP Logo
ECT		VP Logo
ECT		VARCO-PRUDEN
India		VARCO PRUDEN
India		VP Logo
India		VP COMMAND
Paraguay	5,329	VP Logo
Paraguay	5,326	VP COMMAND
Paraguay	5,330	VARCO-PRUDEN

June 24, 1997

TRADEMARK
REEL: 1735 FRAME: 0088

VARCO PRUDEN - FOREIGN TRADEMARK APPLICATIONS

<u>Country</u>	<u>Application Number</u>	<u>Mark</u>
Uruguay		VP Logo
Uruguay		VP COMMAND
Uruguay		VARCO-PRUDEN
Venezuela		VP Logo
Venezuela		VP COMMAND
Venezuela		VARCO-PRUDEN

June 24, 1997

RECORDED: 05/26/1998

TRADEMARK
REEL: 1735 FRAME: 0089