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RECORD

06-15-2000

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



Tab settings 5.22.00 TF

To the Honorable Commissioner of Patents and Trademarks

101381965

original documents or copy thereof.

1. Name of conveying party(ies):

Fel-Pro, Incorporated
7450 N. McCormick Boulevard
Skokie, Illinois 60076

2. Name and address of receiving party(ies)

Name: Federal-Mogul World Wide, Inc.

Internal Address:

Street Address: 26555 Northwestern Highway

City: Southfield State: MI ZIP: 48034

- Individual(s)
- General Partnership
- Corporation-State of Illinois
- Other

- Association
- Limited Partnership

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Michigan
- 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

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

3. Nature of conveyance:

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

Execution Date: 5/31/98 - eff. 6/1/98

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

- 863753
- 1677628
- 1136188
- 1160573
- 1160938
- 1182603
- 1286673
- 1145003

Additional numbers attached? Yes No

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

Name: Jon E. Shackelford, Inc.

Internal Address:

Street Address: 26555 Northwestern Highway

City: Southfield State: MI ZIP: 48034

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41).....\$ 200.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

06-0420

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

01 FC:481 40.00 CH
02 FC:482 175.00 CH

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.

Jon E. Shackelford

Name of Person Signing

Signature

May 18, 2000

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002087 FRAME: 0836

ASSIGNMENT
UNITED STATES TRADEMARKS

WHEREAS, Fel-Pro, Incorporated, an Illinois corporation, having its principal office at 7450 N. McCormick Boulevard, Skokie, Illinois 60076 (hereinafter "**FPI**"), has adopted, used, and is using the following trademarks as respectively registered in the United States Patent and Trademark Office under the registrations and applications for registration listed on the attached Schedule - page 2.

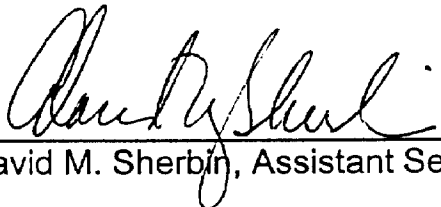
WHEREAS, Federal-Mogul World Wide, Inc., a Michigan corporation, having its principal office at 26555 Northwestern Highway, Southfield, Michigan 48034 (hereinafter "**FMWWI**"), is desirous of acquiring said trademarks, trademark registrations and applications for registration, along with the goodwill of the business associated therewith;

NOW, THEREFORE, effective June 1, 1998, in consideration of and in exchange for the sum of One U.S. Dollar (\$1.00) in-hand paid to it by **FMWWI**, and other good and valuable consideration, receipt of which is hereby acknowledged, **FPI** does hereby sell, assign, transfer and set over to **FMWWI** all rights, title, and interest in and to the trademarks, trademark registrations and applications for registration, together with the goodwill of the business symbolized by the trademarks, trademark registrations and applications for registration.

FPI hereby covenants that it has full right to convey the entire interests herein conveyed and that it will execute such further documents as may be necessary to perfect the interests herein conveyed.

FEL-PRO, INCORPORATED

Dated: May 31, 1998

By 
David M. Sherbin, Assistant Secretary

Subscribed and sworn to before me
this 31st day of May, 1998.


Notary Public

JACQUELINE MARASCO
Notary Public, Macomb County, MI
My Commission Expires Nov. 9, 2001

TRADEMARK
REEL: 002087 FRAME: 0837

Comm of Pats and Trademarks
Box ASSIGNMENTS
Washington, D.C. 20231

Please acknowledge receipt of the following by placing
your stamp hereon and returning:

Assignment of Trademarks from Fel-Pro, Incorporated to
Federal-Mogul World, Wide, Inc. eff. 6/1/98.

Regs. 863753; 1677628; 1136188; 1160573;
1160938; 1182603; 1286673; and 1145003.

May 18, 2000