

07-10-2001

7.2.01



101772442

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Heflin Steel Company</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited <input checked="" type="checkbox"/> Corporation-Arizona Partnership <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>ESCO Corporation</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>P. O. Box 10123</u></p> <p>City <u>Portland</u> State <u>OR</u> ZIP <u>97210</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership <u>JUL -2 2001</u> <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State <u>Oregon</u> <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</p> <p>(Designation 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:</p> <p><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: June 15, 2001</p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No. (s) B. Trademark Registration No. (s) <u>1,674,733, 1,248,809, 1,258,244, 1,246,288</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Nancy J. Moriarty</u> Address: <u>Chernoff, Vilhauer, McClung & Stenzel, LLP</u> <u>1600 ODS Tower</u> <u>601 S.W. Second Ave.</u> <u>Portland, Oregon 97204</u></p>	<p>6. Total number of applications and registrations involved: <u>[4]</u></p> <p>7. Total fee (37 CFR 3.41 and 2.6(6))---\$ <u>115.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Any deficiencies in enclosed fees authorized to be charged to deposit account</p> <p>8. Deposit Account No. <u>03-1550</u> (Attach duplicate copy of this page if paying by deposit account)</p>
<p>07/09/2001 DBYRNE 01 FC:801 02 FC:482</p> <p>00000197 1674733</p> <p>17.00 DP 75.00 DP</p> <p style="text-align: center;">DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature.</p> <p>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.</p> <p><u>Nancy J. Moriarty</u> <u></u> <u>6/25/01</u> Name of Person Signing Signature Date</p> <p>Total number of pages comprising cover sheet, attachments, and documents: <input type="checkbox"/></p>	
<p style="text-align: center;">Do not detach this portion</p> <p>Mail documents to be recorded with required cover sheet information to:</p> <p style="text-align: center;">Commissioner of Patents and Trademarks Box Assignments Washington, DC 20231</p> <p>Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.</p>	

TRADEMARK ASSIGNMENT

WHEREAS, Heflin Steel Company, a corporation organized and existing under the laws of Arizona, now known as RPAK, Inc. (hereinafter referred to as "Heflin"), is the owner of certain trademarks identified in Appendix A (attached hereto) (hereinafter referred to as "The Trademarks"), and has registered and/or used The Trademarks in the United States; and

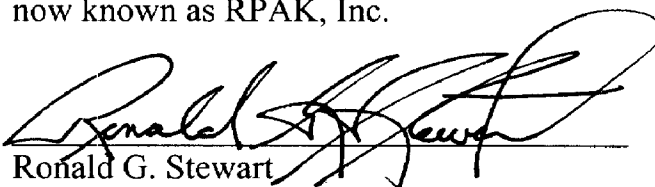
WHEREAS, ESCO Corporation, a corporation organized and existing under the laws of Oregon (hereinafter referred to as "ESCO"), is desirous of acquiring the entire right, title and interest in and to The Trademarks, together with the goodwill of the business with which The Trademarks have been used and which is symbolized by The Trademarks, and any and all registrations or pending applications for The Trademarks;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for good and valuable consideration, the receipt of which is hereby acknowledged, Heflin hereby sells, transfers, conveys and assigns unto ESCO the entire right, title and interest in and to The Trademarks identified in Appendix A and the registrations identified therein, including all claims for damages or injunctive relief by reason of past infringement, with the right to sue for and collect for same, and the goodwill of the business in connection with which The Trademarks have been used and which is symbolized by The Trademarks.

This Assignment is confirmatory of the assignment entered into on May 31, 1999.

Heflin Steel Company,
now known as RPAK, Inc.

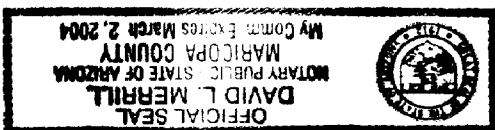
By:



Ronald G. Stewart
President

STATE OF ARIZONA)
) ss.
County of MARICOPA)

This instrument was acknowledged before me on JUNE 15, 2001, by Ronald G. Stewart as President of Heflin Steel Company, now known as RPAK, Inc..



David L Merrill
Notary Public for State of ARIZONA
My Commission Expires: MAR 2, 2004



APPENDIX A

Reg. No. 1,674,733 for HEFLIN, registered February 11, 1992;

Reg. No. 1,248,809 for R.E.M. 500, registered August 23, 1983;

Reg. No. 1,258,244 for ARMOR GARD, registered November 22, 1983; and

Reg. No. 1,246,288 for MISCELLANEOUS DESIGN, registered July 26, 1983.

Q:\diane\ESCO\Acquisitions\Heflin\Assignment.wpd
June 12, 2001 (12:32PM)