



Tab settings

To the Honorable Commissioner of Pa

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ached original documents or copy thereof.

1. Name of conveying party(ies):

Valenite U.S.A. Inc.

08-19-02

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

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

3. Nature of conveyance:

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

Execution Date: August 8, 2002

2. Name and address of receiving party(ies)

Name: Milacron Inc.

Internal Address:

Street Address: 2090 Florence Avenue

City: Cincinnati State: OH ZIP: 45206

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

see attached list

Additional numbers attached? Yes No

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

Name: John W. Gregg

Internal Address: Patent Department

Street Address: 2090 Florence Avenue

City: Cincinnati State: OH ZIP: 45206

6. Total number of applications and registrations involved: 37

7. Total fee (37 CFR 3.41) \$ 1480.

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

03-2025

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

08/26/2002 LNUELLER 00000072 032025 1020913

DO NOT USE THIS SPACE

01 FC:481 40.00 CH 02 FC:482 900.00 CH

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.

John W. Gregg Name of Person Signing

Signature

13 August 2002 Date

Total number of pages including cover sheet, attachments, and document: 6

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

1020913
2332117
810254
904116
415093
2116754
782291
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TRADEMARK ASSIGNMENT
(US Trademarks)

This ASSIGNMENT, made effective this eighth day of August, 2002 by Valenite U.S.A. Inc., with offices located at 31700 Research Park Drive, Madison Heights, MI 48071 (hereinafter referred to as "Assignor")

WITNESSETH:

WHEREAS, Assignor has adopted, has used and is the sole and exclusive owner of certain trademarks, and certain United States registrations and applications for registration in the United States of trademarks, the trademarks and registrations and applications for registration for trademarks being more particularly identified in Exhibit A attached hereto and collectively hereinafter referred to as the Trademarks; and

WHEREAS, Milacron Inc., a Delaware corporation, with offices at 2090 Florence Avenue, Cincinnati. Ohio 45206-2425 (hereinafter referred to as "Assignee"), desires to acquire full right, title, and interest in the said Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged by Assignor, Assignor does hereby sell, assign and transfer to Assignee, its successors and assigns, Assignor's entire right, title, and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, subject to the lien on and security interest in such transferred Trademarks granted to Deutsche Bank Trust Company Americas (f/k/a Bankers Trust Company) as administrative agent under the Security Agreement dated as of October 25, 2001 by Milacron Inc., as Borrower and certain of its subsidiaries and Deutsche Bank Trust Company Americas, as Administrative Agent (as amended, amended and restated, supplemented or otherwise modified from time to time).

Assignor hereby covenants and agrees that it will at any time upon request of Assignee, execute and deliver any and all papers that may be necessary or desirable to perfect in Assignee title to the Trademarks.

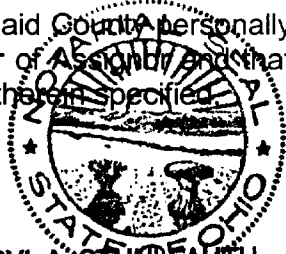
IN TESTIMONY WHEREOF, Assignor has caused this Trademark Assignment to be signed by its duly authorized officers or representatives.

VALENITE U.S.A. INC.
By *Hugh C. O'Donnell*
Hugh C. O'Donnell, Secretary

State of Ohio)
) ss
County of Hamilton)

On this 8th day of August, 2002, before me, a notary public in and for said County, personally appeared Hugh C. O'Donnell who acknowledged himself to be the above identified officer of Assignor and that he being authorized to do so executed the foregoing instrument for the uses and purposes therein specified.

Cheryl A. Stuhlfauth
Notary Public



Declaration of Acceptance by Assignee

The undersigned hereby accepts the forgoing Assignment on behalf of Milacron Inc.

By *R. P. Lienesch*
R. P. Lienesch, Vice President- Finance

EXHIBIT A

(Registrations and Applications for Registration)

Division CF

Trademark	Int'l. Class	Registration Number	Registration Date	Application Number	Filing Date	Status	Docket Number
CENTER SAVER	4	1020913	23-Sep-1975	17031	25-Mar-1974	Registered	1395
CIMCHEK	1	2332117	21-Mar-2000	75/655815	08-Mar-1999	Registered	99003
CIMCLEAN	1	810254	21-Jun-1966	222662	06-Jul-1965	Registered	5370
CIMCOOL	1	904116	15-Dec-1970	340368	10-Oct-1969	Registered	1028
CIMCOOL	1	415093	10-Jul-1945	478857	22-Jan-1945	Registered	1647
CIMCOOL ADVANTAGE & Design	42	2116754	25-Nov-199	75/036639	26-Dec-1995	Registered	9521
CIMCOOL FIVE STAR	1	782291	29-Dec-1964	193630	18-May-1964	Registered	5114
CIMDRAULIC	1	1316374	29-Jan-1985	445030	23-Sep-1983	Registered	8324
CIMFLO	1	813829	30-Aug-196	222663	06-Jul-1965	Registered	5371
CIMFREE	1	1087532	21-Mar-1978	123604	21-Apr-1977	Registered	7706
CIMGUARD	1	757107	24-Sep-1963	148142	02-Jul-1962	Registered	5170
CIMGUARDIAN	9	2240619	20-Apr-1999	75/437905	20-Feb-1998	Registered	9803
CIMPERIAL	1	689369	08-Dec-1959	064260	15-Dec-1958	Registered	5026
CIMPLUS	1	699277	14-Jun-1960	72/084290	30-Oct-1959	Registered	5061
CIMSTAR	1	1580883	06-Feb-1990	705452	13-Jan-1988	Registered	8733
CIMTAP	4	986779	25-Jun-1974	449401	16-Mar-1973	Registered	9037
CIMTECH	1	1526347	28-Feb-1989	745479	11-Aug-1988	Registered	8820
CIMVANTAGE	4	2225318	23-Feb-1999	75/348230	28-Aug-1997	Registered	9720
JOB SHOP MALL	35	2466951	10-Jul-2001	75/625095	22-Jan-1999	Registered	9823
MACHINERY FLEA MARKET	35	2508437	20-Nov-2001	75/625094	22-Jan-1999	Registered	9824
MILCOOL	1	1892897	09-May-199	488956	14-Feb-1994	Registered	9401
MILFORM	1	2366656	11-Jul-2000	75/309375	16-Jun-1997	Registered	9717

EXHIBIT A Cont'd

(Registrations and Applications for Registration)

Division CF

Trademark	Int'l. Class	Registration Number	Registration Date	Application Number	Filing Date	Status	Docket Number
MILHONE	4	1892896	09-May-199	488955	14-Feb-1994	Registered	9402
MILPLUS	4	1883270	14-Mar-1995	488957	14-Feb-1994	Registered	9403
MILPRO	1	1892895	09-May-199	74/488954	14-Feb-1994	Registered	9404
MILPRO	35	2364181	04-Jul-2000	75/655816	08-Mar-1999	Registered	99005
MILQUENCH	4	1884541	21-Mar-1995	488958	14-Feb-1994	Registered	9405
MSL	1	1246144	26-Jul-1983	350068	12-Feb-1982	Registered	8205
QUAL STAR	1	1338651	04-Jun-1985	510746	26-Nov-1984	Registered	8496
QUANTALUBE	4	2359901	20-Jun-2000	75/697465	03-May-1999	Published	99016
QUOTE HELPER	35			75/625093	22-Jan-1999	Abandoned	9825

EXHIBIT A Cont'd

(Registrations and Applications for Registration)

Division GW

Trademark	Int'l. Class	Registration Number	Registration Date	Application Number	Filing Date	Status	Docket Number
CIMFORM	3	1034606	02-Mar-1976	051194	02-May-1975	Registered	1505
DATA PRIME	9	2391910	03-Oct-2000	75/387426	10-Nov-1997	Registered	9724
EXCALIBUR	7	1978927	04-Jun-1996	74/583104	06-Oct-1994	Registered	9448
FIN-TECH	7	1978926	04-Jun-1996	74/583103	06-Oct-1994	Registered	9449
PREDICT-A-GRIND	9	2026925	31-Dec-1996	75/034154	18-Dec-1995	Registered	9530
TOOLMASTER	7	1789841	24-Aug-1993	74/081892	25-Jul-1990	Registered	9025
VIDA	7	1809910	07-Dec-1993	286628	19-Jun-1992	Registered	9213

EXHIBIT A Cont'd

(Unfiled (Common law) Uses)

Trademark	Status	Case Number
SDF (CL)	Unfiled	3153
MILSPEX	Unfiled	
NEVER DULL (CL)	Unfiled	3195