

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|----------------|--------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| WEC Company | | 03/17/2005 | CORPORATION: |

| | |
|----------------------|-----------------------------|
| RECEIVING PARTY DATA | |
| Name: | Woods Equipment Company |
| Street Address: | 2606 Illinois Route 2 South |
| City: | Oregon |
| State/Country: | ILLINOIS |
| Postal Code: | 61061 |
| Entity Type: | CORPORATION: |

PROPERTY NUMBERS Total: 19

| Property Type | Number | Word Mark |
|----------------------|----------|---------------|
| Registration Number: | 2495364 | SKIDTOOLS |
| Registration Number: | 1890416 | INTRA-DRIVE |
| Registration Number: | 1566378 | BMP |
| Registration Number: | 1187361 | WOODS |
| Registration Number: | 1328031 | SAF-T-LOK |
| Serial Number: | 72142476 | BATWING |
| Registration Number: | 3064764 | GROUNDBREAKER |
| Registration Number: | 0904246 | ALLOWAY |
| Registration Number: | 2094219 | TISCO |
| Registration Number: | 1005542 | JAW |
| Registration Number: | 3105323 | VINTAGE IRON |
| Registration Number: | 1182720 | GANNON |
| Registration Number: | 2322710 | TRU-PART |
| Registration Number: | 0684757 | WAIN ROY |

CH \$490.00 2495364

| | | |
|----------------------|---------|---------------|
| Registration Number: | 0909062 | GILL |
| Registration Number: | 1396482 | CF |
| Registration Number: | 2207899 | TRU-POWER |
| Registration Number: | 2236404 | CALCO |
| Registration Number: | 1892945 | RIPPER BUCKET |

CORRESPONDENCE DATA

Fax Number: (312)832-4700

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-832-4354

Email: HBelongia@foley.com

Correspondent Name: Heidi L. Belongia

Address Line 1: 321 North Clark Street

Address Line 2: Suite 2900

Address Line 4: Chicago, ILLINOIS 60610

| | |
|-------------------------|---------------------|
| ATTORNEY DOCKET NUMBER: | 052837-0105 |
| NAME OF SUBMITTER: | Heidi L. Belongia |
| Signature: | /Heidi L. Belongia/ |
| Date: | 08/14/2006 |

Total Attachments: 2

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Delaware

PAGE 1

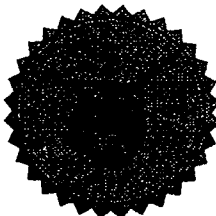
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WEC COMPANY", CHANGING ITS NAME FROM "WEC COMPANY" TO "WOODS EQUIPMENT COMPANY", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MARCH, A.D. 2005, AT 5:17 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2324073 8100

050224932



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3752781

DATE: 03-18-05

TRADEMARK
REEL: 003368 FRAME: 0829

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

WEC COMPANY (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL") **DOES HEREBY CERTIFY:**

FIRST: That at a meeting of the Board of Directors of the Corporation on February 18, 2005, resolutions were duly adopted proposing and declaring advisable that Article FIRST of the Certificate of Incorporation of the Corporation be amended and restated as follows:

"**FIRST:** The name the Corporation is Woods Equipment Company."

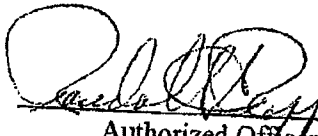
SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendment in accordance with Section 228 of the DGCL.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the DGCL.

FOURTH: That the capital of the Corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said **WEC COMPANY** has caused this certificate to be signed by Randall S. Rapp, an authorized officer, this 22nd day of February, 2005.

By:


Authorized Officer

Name:

Randall S. Rapp
Print or Type

Title:

Secretary