

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM385848

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JEFFERIES FINANCE LLC		05/26/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	TRICO PRODUCTS CORPORATION
Street Address:	3255 W. HAMLIN ROAD
City:	ROCHESTER HILLS
State/Country:	MICHIGAN
Postal Code:	48309
Entity Type:	Corporation: NEW YORK
Name:	AVM INDUSTRIES, LLC
Street Address:	3108 HIGHWAY 76
City:	MARION
State/Country:	SOUTH CAROLINA
Postal Code:	29571
Entity Type:	Limited Liability Company: OHIO
Name:	CARTER FUEL SYSTEMS, LLC
Street Address:	101 EAST INDUSTRIAL BLVD.
City:	LOGANSPORT
State/Country:	INDIANA
Postal Code:	46947
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 70

Property Type	Number	Word Mark
Serial Number:	86151162	STEADY LIFT
Serial Number:	77463000	STRONGARM
Serial Number:	77462783	STRONGARM
Serial Number:	74244724	AVM
Serial Number:	73409563	CARTER
Serial Number:	75409333	ALLWEATHER

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	76046065	EXACT FIT
Serial Number:	85598836	TRICO INSITES
Serial Number:	85528729	TRICO ICE
Serial Number:	86232263	TRICO INSTINCT
Serial Number:	85666246	XTRACLEAR
Serial Number:	85963710	TRICO ONYX
Serial Number:	86022040	TRICO SENTRY
Serial Number:	86105848	TRICO VIRTUAL WIPER SPECIALIST
Serial Number:	78355003	FLEETEDGE
Serial Number:	78351968	FLEETEDGE
Serial Number:	78011589	GLOBAL I
Serial Number:	78437495	INNOVISION
Serial Number:	77010092	NEOFORM
Serial Number:	78891791	NEW CURVED WIPERS ARE FLAT OUT BETTER
Registration Number:	1830279	NU-VISION
Serial Number:	78419142	OKTANE
Serial Number:	76594880	OKTANE
Registration Number:	1877162	OPTIMIZER
Registration Number:	1846190	RAINGUARD
Serial Number:	76006435	ROBERK
Serial Number:	77715084	SWIFT
Serial Number:	77012664	THE FOREMOST IN WIPER TECHNOLOGY
Serial Number:	75536768	TRICO
Registration Number:	1200365	TRICO
Registration Number:	0507812	TRICO
Registration Number:	0167037	TRICO
Registration Number:	3779335	TRICO FLEX
Registration Number:	2179565	TRICO VISIONALL
Registration Number:	4176978	HIGHGLIDE
Registration Number:	2630493	TRICO WIPER SYSTEMS: INNOVATIONS SEEN CL
Registration Number:	2980567	TSN
Registration Number:	3698542	VISIONALL
Registration Number:	3098938	WINTEREDGE
Registration Number:	3127593	WINTEREDGE
Registration Number:	3011377	WIPER BLADES THAT JUST CLICK ON EASY
Registration Number:	2217868	
Registration Number:	2750687	WORLD CLASS
Registration Number:	3963165	DUAL-SHIELD

Property Type	Number	Word Mark
Registration Number:	3963168	ENGINEERED BY TRICO
Registration Number:	3877852	IT'S RAINING REBATES
Registration Number:	3986390	MEMORY CURVE STEEL
Registration Number:	3999585	TRICO
Registration Number:	3959966	TRICO CHILL
Registration Number:	4199254	TRICO FACTORY REPLACEMENT CENTER
Registration Number:	4053667	FOR THE BEST VIEW ALL AROUND YOU
Registration Number:	4094644	TRICO FORCE
Registration Number:	4013718	TRICO SEEING YOU THROUGH
Registration Number:	4007438	TRICO SENSE
Serial Number:	77961960	TRICO SHIELD
Registration Number:	3877920	TRICO TECH
Registration Number:	3939063	TRICO VIEW
Registration Number:	4455407	TRICO VIEW
Registration Number:	3955407	WIPE THE WIN-SHIELD
Registration Number:	3958652	WIPE THE WIN-SHIELD
Registration Number:	4140278	VORTEC
Registration Number:	3989595	SHIELD
Registration Number:	1598479	WINDSPOILER
Registration Number:	2354612	ALL SEASON PLUS
Registration Number:	1935187	METALIST TRIDON
Registration Number:	1968886	METALIST
Registration Number:	1923542	RAIN PRO
Registration Number:	2024029	THIN REPLACEMENT REFILL TRIDON
Registration Number:	2022109	TRIDON
Registration Number:	1707999	AEROFOIL

CORRESPONDENCE DATA

Fax Number: 2128225096

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: nbrowand@milbank.com

Correspondent Name: MILBANK, TWEED, HADLEY & MCCLOY LLP

Address Line 1: 28 LIBERTY STREET

Address Line 2: ATTN: NATHANIEL T. BROWAND

Address Line 4: NEW YORK, NEW YORK 10005

ATTORNEY DOCKET NUMBER: 34408.02300

NAME OF SUBMITTER: Nathaniel T. Browand

SIGNATURE: /Nathaniel T. Browand/

DATE SIGNED:

05/27/2016

Total Attachments: 10

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS** (this "Termination"), dated as of May 26, 2016 is made by Jefferies Finance LLC as administrative agent (in such capacity, the "Administrative Agent"), in favor of Trico Products Corporation, a New York Corporation, AVM Industries, LLC, an Ohio limited liability company and Carter Fuel Systems, LLC, a Delaware limited liability company (the "Pledgors", and each individually, a "Pledgor"). Unless otherwise defined herein or the context otherwise requires, terms used in this Termination shall have the meanings assigned to such terms in the Security Agreement (as defined below). Notwithstanding the foregoing, for the purposes of this Termination, "Trademark Collateral" shall have the meaning assigned to such term in the Trademark Security Agreement (as defined below) and shall include, without limitation, those Trademark Registrations and Trademark Applications listed on Schedule 1 attached hereto.

WHEREAS, pursuant to that (i) certain Second Lien Term Loan Guaranty, Pledge and Security Agreement, dated as of September 30, 2014 (as it may be amended, restated, supplemented, waived or otherwise modified from time to time, the "Security Agreement") between the Pledgors, the other pledgors party thereto and the Administrative Agent and (ii) certain Trademark Security Agreement, dated as of September 30, 2014 (the "Trademark Security Agreement") executed by the Pledgors in favor of the Administrative Agent, the Pledgors pledged and granted to the Administrative Agent a security interest in and continuing lien on all of the Pledgors' right, title and interest in, to and under the Trademark Collateral; and

WHEREAS, the security interest in the Trademark Collateral pledged and granted by the Pledgors to the Administrative Agent under the Trademark Security Agreement was recorded at the United States Patent and Trademark Office on October 2, 2014, at Reel 5373, and Frame 0793; and

WHEREAS, the Administrative Agent has agreed to terminate, release and discharge its security interest and lien on all of the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities of the Pledgors secured by the Trademark Collateral pursuant to the Security Agreement and the Trademark Security Agreement, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

1. The Administrative Agent hereby terminates, releases and discharges all of its mortgages, liens, and security interests in all of the Pledgors' right, title and interest in, to and under the Trademark Collateral, including all goodwill associated with the Trademark Collateral, and hereby reassigns any and all such right, title and interest (if any) that the Administrative Agent may have in the Trademark Collateral to each Pledgor, as applicable.

2. The Administrative Agent authorizes and requests that the United States Commissioner of Patents and Trademarks and any other applicable officer in any successor office or any similar office in any other country record this Termination.

3. THIS TERMINATION AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS TERMINATION SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK, WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THAT WOULD REQUIRE THE APPLICATION OF THE LAWS OF ANOTHER JURISDICTION.

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IN WITNESS WHEREOF, the Administrative Agent has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

JEFFERIES FINANCE LLC,
as Administrative Agent

By: 
Name: Paul McDonnell
Title: Managing Director

Schedule 1
to
Termination of Security Interests in Trademarks

TRADEMARK REGISTRATIONS AND APPLICATIONS

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
AVM Industries, LLC	STEADY LIFT	86151162	12/23/13	--	--
AVM Industries, LLC	STRONGARM	77463000	5/1/08	3649531	7/7/09
AVM Industries, LLC	STRONGARM	77462783	5/1/08	3649549	7/7/09
AVM Industries, LLC	AVM	74244724	2/10/92	1736085	12/1/92
CARTER FUEL SYSTEMS, LLC	CARTER	73409563	1/17/83	1307664	12/4/84
Trico Products Corporation	ALL WEATHER (stylized letters)	75/409333	12/22/97	2,299,346	12/14/99
Trico Products Corporation	EXACT FIT	76/046065	5/11/00	2,575,252	6/4/02
Trico Products Corporation	TRICO INSITES	85598836	4/16/12	4202550	9/4/12
Trico Products Corporation	TRICO ICE	85528729	1/30/12	4273359	1/8/13

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
Trico Products Corporation	TRICO INSTINCT	86232263	3/26/14	--	--
Trico Products Corporation	XTRACLEAR	85666246	7/1/12	4401380	9/10/13
Trico Products Corporation	TRICO ONYX	85963710	6/19/13	4470690	1/21/14
Trico Products Corporation	TRICO SENTRY	86022040	7/29/13	--	--
Trico Products Corporation	TRICO VIRTUAL WIPER SPECIALIST	86105848	10/30/13	--	--
Trico Products Corporation	FLEETEDGE	78355003	1/21/04	3093934	5/16/06
Trico Products Corporation	FLEETEDGE (with design)	78351968	1/14/04	3114935	7/11/06
Trico Products Corporation	GLOBAL 1 (word mark)	787011589	6/7/00	2,560,433	4/9/02
Trico Products Corporation	INNOVISION	78437495	6/18/04	3083676	4/18/06
Trico Products Corporation	NEOFORM	77010092	9/28/06	3294538	9/18/07
Trico Products Corporation	NEW CURVED WIPERS ARE FLAT OUT BETTER	78891791	5/24/06	3354236	12/11/07
Trico Products Corporation	NU-VISION (word mark)	--	--	1830279	4/12/94

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
Trico Products Corporation	OKTANE	78419142	5/14/04	3091192	5/9/06
Trico Products Corporation	OKTANE (and design)	76594880	6/1/04	3090759	5/9/06
Trico Products Corporation	OPTIMIZER (word mark)	--	--	1877162	1/31/95
Trico Products Corporation	RAINGUARD (word mark)	--	--	1846190	7/19/94
Trico Products Corporation	ROBERK (word mark)	76/006435	3/21/00	2438477	3/27/01
Trico Products Corporation	SWIFT	77715084	4/16/09	3782567	4/27/10
Trico Products Corporation	THE FOREMOST IN WIPER TECHNOLOGY	77012664	10/03/06 (effective filing date 5/2/07 due to amendment to Supp register)	3266549 Supplemental Register	7/17/07
Trico Products Corporation	TRICO (word mark)	75/536768	8/17/98	2292526	11/16/99
Trico Products Corporation	TRICO (and pyramid design, without border)	--	--	1,200,365	7/6/82
Trico Products Corporation	TRICO (and windshield design with little car)	--	--	507812	3/22/49
Trico Products Corporation	TRICO (stylized letters)	--	--	167037	4/24/23

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
Trico Products Corporation	TRICO FLEX	77714971	4/16/09	3779335	4/20/10
Trico Products Corporation	TRICO VISIONALL (word mark)	75/249073	2/27/97	2179565	8/4/98
Trico Products Corporation	HIGHGLIDE	85366348	7/8/11	4176978	7/17/12
Trico Products Corporation	TRICO WIPER SYSTEMS: INNOVATIONS SEEN CLEAR ACROSS THE GLOBE	76/199303	1/12/01	2630493	10/8/02
Trico Products Corporation	TSN Logo	76575289	2/12/04	2980567	8/2/05
Trico Products Corporation	VISIONALL	77704967	4/2/09	3698542	10/20/09
Trico Products Corporation	WINTEREDGE	78354986	1/21/04	3098938	5/30/06
Trico Products Corporation	WINTERedge (stylized letters)	78351979	1/14/04	3127593	8/8/06
Trico Products Corporation	WIPER BLADES THAT JUST CLICK ON EASY	78482595	9/13/04	3011377	11/1/05
Trico Products Corporation	Wiper World Design	75/295052	5/20/97	2217868	1/12/99
Trico Products Corporation	WORLD CLASS (word mark)	75/686893	4/20/99	2750687	8/12/03

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
Trico Products Corporation	DUAL-SHIELD	77961929	3/18/10	3963165	5/17/11
Trico Products Corporation	ENGINEERED BY TRICO	77961984	3/18/10	3963168	5/17/11
Trico Products Corporation	IT'S RAINING REBATES	77807124	8/18/09	3877852	11/16/10
Trico Products Corporation	MEMORY CURVE STEEL	77832175	9/22/09	3986390	6/28/11
Trico Products Corporation	TRICO (new logo)	85071490	6/25/10	3999585	7/19/11
Trico Products Corporation	TRICO CHILL	85118315	8/30/10	3959966	5/10/11
Trico Products Corporation	TRICO FACTORY REPLACEMENT CENTER	85197248	12/14/10	4199254	8/28/12
Trico Products Corporation	FOR THE BEST VIEW ALL AROUND YOU	77982181	3/5/10	4053667	11/8/11
Trico Products Corporation	TRICO FORCE	85238146	2/9/11	4094644	1/31/12
Trico Products Corporation	TRICO SEEING YOU THROUGH	85084721	7/14/10	4013718	8/16/11
Trico Products Corporation	TRICO SENSE	85084692	7/14/10	4007438	8/2/11
Trico Products Corporation	TRICO SHIELD	77961960	3/18/10	--	--

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
Trico Products Corporation	TRICO TECH	77831351	9/21/09	3877920	11/16/10
Trico Products Corporation	TRICO VIEW	77981292	12/1/09	3939063	3/29/11
Trico Products Corporation	TRICO VIEW	85293965	4/13/11	4455407	12/24/13
Trico Products Corporation	WIPE THE WIN-SHIELD	77808749	8/20/09	3955407	5/3/11
Trico Products Corporation	WIPE THE WIN-SHIELD & design	77808742	8/20/09	3958652	5/10/11
Trico Products Corporation	VORTEC	85327240	5/23/11	4140278	5/8/12
Trico Products Corporation	SHIELD	8518460	11/24/10	3989595	7/5/11
Trico Products Corporation	WINDSPOILER	--	--	1598479	5/29/90
Trico Products Corporation	ALL SEASON PLUS	75/535540	8/23/98 (convention priority 5/6/98 Canada)	2354612	6/6/00
Trico Products Corporation	METALIST TRIDON (stylized words/Tridon in small print)	74/578643	9/26/94	1935187	11/14/95
Trico Products Corporation	METALIST	74/526428	5/19/94	1968886	4/16/96

Grantor	Name of Trademark	Application Number	File Date	Registration Number	Registration Date
Trico Products Corporation	RAINPRO & Design	74/500760	3/16/94 (convention priority - Canada)	1923542	10/3/95
Trico Products Corporation	THIN REPLACEMENT REFILL TRIDON (and design)	75/053853	2/5/96	2024029	12/17/96
Trico Products Corporation	TRIDON	75/041700	1/11/96	2022109	12/10/96
Trico Products Corporation	AEROFOIL	74089206	8/17/1990	1707999	8/18/1992