08-08-2002

Form PTO-1594
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Tab settings ⇨⇨⇨

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Bank of America, N.A., as Agent 8-8-02

- [ ] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other Financial Institution

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

2. Name and address of receiving party(ies)
Name: ATC Distribution Group, Inc.
Internal Address:
Street Address: 9001 Cane Run Road
City: Louisville State: KY Zip: 40258

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [x] Corporation-State Delaware
- [ ] Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [x] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [x] No

3. Nature of conveyance:

- [ ] Assignment
- [ ] Merger
- [ ] Security Agreement
- [ ] Change of Name
- [x] Other Release of Security Interests

Execution Date: 08/01/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75-904724, 75-904206
B. Trademark Registration No.(s) 1744939, 1744938

Additional number(s) attached [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Goldberg Kohn et al.
Internal Address: Elizabeth Kostiuk
Street Address: 55 East Monroe Street,
Suite 3700
City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....$ 115.00

- [x] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Elizabeth Kostiuk, Paralegal — Name of Person Signing
Elizabeth Kostiuk — Signature
August 7, 2002 — Date

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

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

08/09/2002 TDIAZ1 00000014 1744939
01 FC:481 40.00 OP
02 FC:482 75.00 OP

RELEASE OF SECURITY INTERESTS IN TRADEMARKS

THIS RELEASE is made as of this 1st day of August, 2002 by Bank of America, N.A., as Agent for certain lenders party to that certain Credit Agreement dated as of October 27, 2000 ("Lenders"), in favor of ATC Distribution Group, Inc. ("Borrower").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Agent hereby unconditionally and expressly releases, terminates, and extinguishes any and all of its right, title and interest in and to, and any and all liens and security interests it may have upon, all of the trademarks and licenses listed on Exhibit A attached hereto and made a part hereof, which liens and security interests were established under and pursuant to that certain Trademark Security Agreement dated as of October 27, 2000 by and between Borrower and Agent (the "Agreement"). All obligations and duties listed under the Agreement to the extent they relate solely to the items listed on Exhibit A are hereby released and terminated, and Agent hereby expressly releases and discharges without limitation all claims, demands and causes of action that it may now have or might subsequently accrue to it arising out of or connected with directly or indirectly, the Agreement to the extent they relate solely to the items on Exhibit A.

This Release shall be binding upon Agent's legal representatives, assigns and successors.

BANK OF AMERICA, N.A., as Agent

By: _____

Name: DAN PETRIK

Title: VICE PRESIDENT

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TRADEMARK
REEL: 002557 FRAME: 0651

EXHIBIT A

U.S. TRADEMARKS

Trademark	Registration Number	Registration Date
TM	1744939	01/09/92
TRANS MART	1744938	12/31/91

U.S. TRADEMARK APPLICATIONS

Trademark	Application Serial Number	Application Filing Date
ALL AUTOMATIC TRANSMISSION PARTS	75-904724	01/28/00
ALL TRANSMISSION PARTS	75-904206	01/27/00