12/22/04

12-30-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

PARTMENT OF COMMERCE
s Patent and Trademark Office

RECORDA TRADEMARKS

102914379

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Wells Fargo Business Credit, Inc.

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

Citizenship (see guidelines) Minnesota

Execution Date(s) September 8, 2004

Additional names of conveying parties attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: Smittybilt Automotive Group, Inc.
Internal Address: Suite 101
Street Address: 1550 Magnolia AVenue
City: Corona
State: CA
Country: US Zip: 92879

☐ Association Citizenship
☐ General Partnership Citizenship
☐ Limited Partnership Citizenship
☒ Corporation Citizenship California
☐ Other Citizenship

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)

3. Nature of conveyance:

☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Partial Release & Reassignment

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,038,126

Additional sheet(s) attached? ☐ Yes ☒ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
Smittybilt

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

Name: Donna Hunter
Internal Address: Paul, Hastings, Janofsky & Walker LLP
Street Address: 600 Peachtree Street, NE Suite 2400
City: Atlanta
State: GA Zip: 30308
Phone Number: 404-815-2301
Fax Number: 404-685-5301
Email Address: donnahunter@paulhastings.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) $ 40.00

☐ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☒ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers
Expiration Date

b. Deposit Account Number 16-07
Authorized User Name Donna Hunter

OPR/FINANCE DEC 22 PM 1:41

9. Signature: Donna J. Hunter
Signature Date

Donna Hunter
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

12/29/2004 MGETACHE 00000003 2038126
01 FC:8521 40.00 OP

PARTIAL RELEASE AND REASSIGNMENT OF
TRADEMARKS AND TRADEMARK APPLICATIONS

Reference is hereby made to that certain Patent and Trademark Security Agreement, dated as of July 22, 2003, executed by Smittybilt Automotive Group, Inc., a California corporation ("Company"), in favor of Wells Fargo Business Credit, Inc. ("Lender"), which was recorded in the United States Patent and Trademark Office on July 30, 2003, at Reel 2798, Frame 0271 (the "Agreement") and pursuant to which the Company assigned and granted to Lender, a security interest in and to the trademark registrations and trademark applications described on Exhibit "A" attached hereto (the "Marks") and the goodwill associated therewith; and

WHEREAS, Lender wishes to release, retransfer and reassign to Company, without representation or warranty, all of Lender's right, title and interest in and to the Marks and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Lender hereby releases, retransfers and reassigns to Company, without representation or warranty, all of Lender's right, title and interest in and to the Marks and the goodwill associated therewith.

IN WITNESS WHEREOF, Lender has executed this Partial Release and Reassignment of Registered Trademarks and Trademark Applications as of this 8TH day of September, 2004.

WELLS FARGO BUSINESS CREDIT, INC.
("Lender")

By: [signature]
Title: VICE PRESIDENT

LA 148270v1 04/12/2004

Exhibit A

Registered Trademarks

Federally Registered Trademarks

SMITTYBILT	Reg. No. 2,038,126	Reg. Date 2/18/1997

State of California Registered Trademarks

OUTLAND	Reg. No. 104050	Reg. Date 7/23/1998
FEEL THE STEEL	Reg. No. 103831	Reg. Date. ½/1998
DUEL-STAGE POWER COATING	Reg. No. 103236	Reg. Date 12/17/1997
SURE-STEP**	Reg. No. 099035	Reg. Date 6/22/1994

***Borrower has been advised by Borrower's transferor of this trademark registration, Smittybilt, Inc., that there is a federal registration of the trademark "Sure Step" in favor of an entity unrelated to Borrower or its transferor, for use in connection with truck bumpers. There has been no challenge to the use of the trademark by Borrower nor, according to Smittybilt, was there any recent challenge to Smittybilt, Inc.'s use of the name.*

Paul Hastings
ATTORNEYS

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telephone 404 815 2400 • facsimile 404 815 2424 • www.paulhastings.com

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donnahunter@paulhastings.com

December 22, 2004 34812.00019

VIA U.S. EXPRESS MAIL

Mail Stop Assignment Recordation Services
Director of the US Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Re: Recordation of Patent and Trademark Documents – Textron Financial Corporation/Smittybilt Automotive Group, Inc.

Dear Sir or Madam:

For the recordation of releases and reassignments of security interests in various United States Patent Trademark applications and registrations, enclosed please find the following documents:

1. Partial Release and Reassignment of Trademarks from **Wells Fargo Business Credit, Inc. to Smittybilt Automotive Group, Inc.**

   a. Trademark Recordation Form Cover Sheet;
   b. Partial Release and Reassignment of Trademarks and Trademark Applications;
   c. A check in the amount of $40.00 for the applicable filing fees; and

2. Partial Release and Reassignment of Patents from **Wells Fargo Business Credit, Inc.** to **Smittybilt Automotive Group, Inc.**

   a. Patent Recordation Form Cover Sheet;
   b. Partial Release and Reassignment of Patents and Patent Applications;
   c. A check in the amount of $40.00 for the applicable filing fees.

Please record the enclosed documents and amend your records to reflect such releases of security interest.

ATL/1080264.1