

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Lubrizol Canada Limited		12/29/2005	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ECS Holdings, Inc.		
<b>Street Address:</b>	1111 Superior Avenue		
<b>Internal Address:</b>	Suite 970		
<b>City:</b>	Cleveland		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44114		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1523429	SHUTTLEWORTH MUFFLERS	
Registration Number:	1463896	TESSI	
Registration Number:	1524406	THE INSTALLER FRIENDLY MUFFLER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(216)241-0816		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	216-622-8200		
<b>Email:</b>	ipdocket@calfee.com		
<b>Correspondent Name:</b>	Calfee, Halter & Griswold LLP		
<b>Address Line 1:</b>	800 Superior Avenue		
<b>Address Line 2:</b>	Suite 1400		
<b>Address Line 4:</b>	Cleveland, OHIO 44114		
<b>ATTORNEY DOCKET NUMBER:</b>	26521/04039		
<b>NAME OF SUBMITTER:</b>	Ryan W. Falk		

CH \$90.00 1523429

Signature:

/ryan w. falk/

Date:

01/10/2006

Total Attachments: 5

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## TRADEMARK ASSIGNMENT

This Trademark Assignment is made this 30th day of December, 2005 by and between Lubrizol Canada Limited, a corporation incorporated under the laws of the Province of Ontario, Canada (“Assignor”), and ECS Holdings, Inc., a Delaware corporation (“Assignee”).

WHEREAS, Assignor is the owner of trademarks listed on the attached Schedule I for marks that are registered or pending (collectively “Trademarks”); and

WHEREAS, Assignee is desirous of acquiring the entire right, title and interest of Assignor in and to the Trademarks, together with the goodwill associated therewith; and

WHEREAS, the parties have entered into an Acquisition Agreement (“Agreement”) dated December 29, 2005 pursuant to which Assignor has agreed to the transfer of its entire right, title and interest in and to the Trademarks and the goodwill associated thereto to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the parties, Assignor does hereby assign, sell, transfer, and convey to Assignee its entire and undivided right, title and interest in and to the Trademarks, together with all the goodwill associated therewith, as well as all of its rights to injunctive relief, damages or profits, due or accrued, arising out of all causes of action, past and future, including infringement of the Trademarks, or any other violation or injury to the goodwill and the right to sue for and recover the same in its own name and that of its successors and/or assigns.

IN WITNESS WHEREOF, this Trademark Assignment is executed this 30th day of December, 2005.

Lubrizol Canada Limited  
(Assignor)

ECS Holdings, Inc.  
(Assignee)

By: Edward P. Richards

By: \_\_\_\_\_

Name: EDWARD P. RICHARDS

Name: \_\_\_\_\_

Title: VICE PRESIDENT

Title: \_\_\_\_\_

THE STATE OF Ohio }  
COUNTY OF Lake }

**BEFORE ME**, the undersigned authority, on this day personally appeared Edward P. Richards known to me to be the person whose name is subscribed to the foregoing instrument on behalf of Lubrizol Canada Limited and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed.

**GIVEN** under my hand and seal of this office this 29<sup>th</sup> day of December, 2005.

Nancy S. Deдек  
NOTARY PUBLIC

NANCY S. DEDEK  
My Commission Expires 12-11-2010

(NOTARY SEAL)

IN WITNESS WHEREOF, this Trademark Assignment is executed this 30th day of December, 2005.

Lubrizol Canada Limited  
(Assignor)

ECS Holdings, Inc.  
(Assignee)

By: \_\_\_\_\_

By: RG McCreeary III

Name: \_\_\_\_\_

Name: Robert G. McCreeary III

Title: \_\_\_\_\_

Title: Vice President

THE STATE OF \_\_\_\_\_ }

COUNTY OF \_\_\_\_\_ }

**BEFORE ME**, the undersigned authority, on this day personally appeared \_\_\_\_\_, known to me to be the person whose name is subscribed to the foregoing instrument on behalf of Lubrizol Canada Limited and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed.

**GIVEN** under my hand and seal of this office this \_\_\_\_ day of \_\_\_\_\_, 2005.

\_\_\_\_\_  
**NOTARY PUBLIC**

(NOTARY SEAL)

## SCHEDULE I

Trademark	Country	Serial No./ Filing Date	Registration No./Date	Owner of Record	Renewal Due
AZ Purifier	Common Law			Lubrizol Canada Limited	
Baretrap	Canada		339714 Apr. 29, 1988	Lubrizol Canada Limited	Apr. 29, 2018
Catrap	Canada		341462 June 10, 1988	Lubrizol Canada Limited	June 10, 2018
Catrap	Australia		922542 Apr. 1, 2003	Lubrizol Canada Limited	Aug. 8, 2012
Catrap	So. Africa	200212001 Aug. 13, 2002		Lubrizol Canada Limited	
Catrap	European Community		2806107 Oct. 24, 2003	Lubrizol Canada Limited	Aug. 8, 2012
DM Purifier	Common Law			Lubrizol Canada Limited	
DZ Purifier	Common Law			Lubrizol Canada Limited	
ECS	Common Law			Lubrizol Canada Limited	
Engine Control Systems	Common Law			Lubrizol Canada Limited	
EZ Purifier	Common Law			Lubrizol Canada Limited	
Purifilter	Canada		336977 Feb. 12, 1988	Lubrizol Canada Limited	Feb. 12, 2018
Purimuffler	Canada		313885 May 2, 1986	Lubrizol Canada Limited	May 2, 2016
Shuttleworth Mufflers & Design	United States of America		1523429 Feb. 7, 1989	Lubrizol Canada Limited	Feb. 7, 2009
Terminox	Canada		466744 Nov. 29, 1996	Lubrizol Canada Limited	Nov. 29, 2011
Tessi	Canada		TMA623152 Oct. 21, 2004	Lubrizol Canada Limited	Oct. 21, 2019

Tessi and Design	United States of America		1463896 Nov. 3, 1987	Lubrizol Canada Limited	Nov. 3, 2007
The Installer Friendly Muffler	United States of America		1524406 Feb. 14, 1989	Lubrizol Canada Limited	Feb. 14, 2009