

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	07/17/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ATC Drivetrain, Inc.	FORMERLY Proformance Powertrain Products, Inc.	09/29/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Proformance Technologies, LLC
Street Address:	2720 North Airport Commerce Avenue
City:	Springfield
State/Country:	MISSOURI
Postal Code:	65803
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2232536	PROFORMANCE

CORRESPONDENCE DATA

Fax Number: (214)756-8441
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 214-740-8441
 Email: cphipps@lockeliddell.com
 Correspondent Name: Charles E. Phipps, Esq.
 Address Line 1: 2200 Ross Avenue, Suite 2200
 Address Line 4: Dallas, TEXAS 75201-6776

ATTORNEY DOCKET NUMBER:	100710.00001
NAME OF SUBMITTER:	Robert E. Nail, Esq.
Signature:	/Robert E. Nail/

CH \$40.00 2232536

Date:

12/04/2006

Total Attachments: 1

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**ASSIGNMENT OF TRADEMARK AND
REGISTRATIONS THEREOF**

This Assignment is made by and between ATC Drivetrain, Inc., formerly known as PROformance Powertrain Products, Inc., a corporation existing under the laws of the State of Delaware, having its principal place of business at 1400 Opus Place, Suite 600, Downers Grove, Illinois 60515 (hereinafter "Assignor"), and Proformance Technologies, LLC, a limited liability company existing under the laws of the State of Delaware, having its principal place of business at 2720 North Airport Commerce Avenue, Springfield, Missouri 65803 (hereinafter "Assignee").

WHEREAS, Assignor owns all rights, title and interest in and to the trademark and United States, Canadian, and Mexican registrations thereof identified below (hereinafter the "Mark" and "Registrations", respectively), along with the goodwill of the business appurtenant to said Mark:

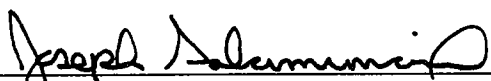
Trademark	Registration No.	Registration Date	Country
PROFORMANCE	2,232,536	March 16, 1999	U.S.A.
PROFORMANCE	TMA 483881	October 9, 1997	Canada
PROFORMANCE	566711	December 15, 1997	Mexico

WHEREAS, Assignor assigned all right, title, and interest in the Mark and Registrations to Assignee, including the goodwill associated with the Mark and any and all claims, demands, and causes of action for infringement, of the Mark, past, present, and future, and all of the proceeds from the foregoing on July 17, 2006 ("Effective Date"). Assignor wishes to confirm the assignment *nunc pro tunc* the Effective Date.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, nunc pro tunc the Effective Date, all right, title and interest in the United States and in any other country in the world in and to the Mark and Registrations, together with the goodwill of the business symbolized by the Mark, together with any and all claims, demands, and causes of action for infringement, of the Mark, past, present and future, and all of the proceeds from the foregoing.

Signed at Downers Grove, Illinois, effective this 29th day of September, 2006.

ATC DRIVETRAIN, INC.



Joseph Salamunovich
Vice President, Secretary and
General Counsel