

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Earl's Supply Company		01/15/2007	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Holley Performance Products, Inc.
Street Address:	1801 Russellville Road
City:	Bowling Green
State/Country:	KENTUCKY
Postal Code:	42101
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2667809	U-SPEC-IT
Registration Number:	2490552	SOLO-BLEED
Registration Number:	2471006	EARL'S
Registration Number:	2112989	HYPERFIRM
Registration Number:	1706754	EARL'S
Registration Number:	1723592	EARL'S
Registration Number:	1295993	
Registration Number:	1293522	EARL'S PERFORMANCE PRODUCTS
Registration Number:	1295677	EARL'S
Registration Number:	1295676	EARL'S
Registration Number:	1293499	EARL'S
Registration Number:	1293498	EARL'S SUPPLY
Registration Number:	1297124	EARL'S

CORRESPONDENCE DATA

900066867

**TRADEMARK
 REEL: 003461 FRAME: 0668**

CH \$340.00 2667809

Fax Number: (214)756-8570
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 214-740-8570
Email: ssapp@lockeliddell.com
Correspondent Name: Stephen L. Sapp, Esq.
Address Line 1: 2200 Ross Avenue, Suite 2200
Address Line 4: Dallas, TEXAS 75201-6776

ATTORNEY DOCKET NUMBER:	100903-00001
NAME OF SUBMITTER:	Stephen L. Sapp
Signature:	/Stephen L. Sapp/
Date:	01/16/2007

Total Attachments: 2
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FEDERAL TRADEMARK ASSIGNMENT

WHEREAS, Earl's Supply Company, a California corporation, having its principal offices at 1801 Russellville Road, Bowling Green, Kentucky 42101 ("Assignor"), is the owner of all right, title and interest in and to the Trademarks listed on Exhibit A (the "Trademarks"), which Trademarks are all presently registered on the Principal Register of the United States Patent and Trademark Office ("USPTO"), as indicated thereon; and

WHEREAS, Holley Performance Products, Inc., a Delaware corporation having its principal offices at 1801 Russellville Road, Bowling Green, Kentucky 42101 ("Assignee"), is desirous of acquiring all right, title, and interest of Assignor in and to the Trademarks and in and to any registrations, renewals, and extensions that may be granted thereon, and in each case together with the goodwill of the business connected therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and conveyed, and by these presents hereby sells, assigns, transfers, conveys, and delivers to Assignee all of Assignor's right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the right, if any, of Assignor to recover for damages and profits for past infringements of the Trademarks.

The Commissioner of Patents and Trademarks is requested to direct any correspondence after the date hereof to Assignee, in each case, c/o Stephen L. Sapp, Esq., Locke Liddell & Sapp LLP, 2200 Ross Avenue, Suite 2200, Dallas, Texas 75201-6776 (phone 214-740-8570; fax 214-756-8570).

This Assignment is binding upon Assignor and its successors and assigns and shall inure to the benefit of Assignee and its successors and assigns.

Signed this 15 day of January, 2007.

EARL'S SUPPLY COMPANY,
a California corporation

By: _____



Thomas W. Tomlinson
Chief Financial Officer

EXHIBIT A

<u>MARK</u>	<u>U.S. REGISTRATION /SERIAL NO.</u>	<u>REGISTRATION /APPLICATION DATE</u>
U-SPEC-IT	2,667,809	December 31, 2002
SOLO-BLEED	2,490,552	September 18, 2001
EARL'S & DESIGN	2,471,006	July 24, 2001
HYPERFIRM	2,112,989	November 11, 1997
EARL'S & DESIGN	1,706,754	August 11, 1992
EARL'S	1,723,592	October 13, 1992
EARL DESIGN	1,295,993	September 18, 1984
EARL'S PERFORMANCE PRODUCTS	1,293,522	September 4, 1984
EARL'S	1,295,677	September 18, 1984
EARL'S & DESIGN	1,295,676	September 18, 1984
EARL'S	1,293,499	September 4, 1984
EARL'S SUPPLY	1,293,498	September 4, 1984
EARL'S & DESIGN	1,297,124	September 18, 1984

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