

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

4 243 -86

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):

Citicorp USA, Inc., as agent

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) September 20, 2006

- Assignment
- Security Agreement
- Other Correction of Trademark Number on Reel 003412/Frame 0219
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Aviall Services, Inc.

Internal

Address:

Street Address: 2750 Regent

City: DFW Airport

State: TX

Country: USA Zip: 75261

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship Delaware
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)

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)

Delete 1283792

Replace with 1263792

Additional sheet(s) attached? Yes No

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

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

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

Street Address: 35 W. Wacker Dr.

City: Chicago

State: IL Zip: 60601

Phone Number: 312-558-6352

Fax Number: 312-558-5700

Email Address: E.konrath@winston.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- 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 232428

Authorized User Name Laura Konrath

9. Signature:

Laura Konrath
Signature

2/27/07
Date

Laura Konrath
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 232428 1263792

TRADEMARK

REEL: 003490 FRAME: 0592

700313061

Continuation Item 2

2) Aviall, Inc.
2750 Regent
DFW Airport, TX 75261

Delaware Corp

3) Inventory Locator Service, LLC
3965 Mendenhall Road
Suite 10
Memphis, TN 38115

Delaware LLC

TRADEMARK

10/18/2006
700292506

Form PTO-1594 (Rev. 07/05)

OMB Collection 0951-0027 (exp. 03/30/2008)

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

4 243-86

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):

Citicorp-USA, Inc., as agent

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance (Execution Date(s)):

Execution Date(s) September 20, 2006

- Assignment
- Security Agreement
- Other Trademark Security Agreement
- Merger
- Change of Name
- Release of Collateral under

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Aviall Services, Inc.

Internal

Address:

Street Address: 2750 Regent

City: DFW Airport

State: Texas

Country: USA Zip: 75261

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

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)

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)

Additional sheet(s) attached? Yes No

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

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

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

Street Address: 35 W. Wacker Dr.

City: Chicago

State: IL Zip: 60601

Phone Number: 312-558-6352

Fax Number: 312-558-5700

Email Address: lkonrath@winston.com

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 365

- 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 232428

Authorized User Name Laura Konrath

9. Signature:

[Handwritten Signature]

Laura Konrath

Name of Person Signing

10/18/06

Date

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

Documents to be recorded (including cover sheet) should be filed in (877) 273-0146, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1468, Alexandria, VA 22315-4468

CH 3365.00 232428 1331270

clearer copy attached

TRADEMARK

REEL: 003490 FRAME: 0594

Form PTO-1594 (Rev. 07/05)

OMB Collection 0651-0027 (exp. 6/30/2008)

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

4 243-86

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):

Citicorp USA, Inc., as agent

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

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: Aviall Services, Inc.

Internal

Address:

Street Address: 2750 Regent

City: DFW Airport

State: Texas

Country: USA Zip: 75261

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Delaware
- 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 /Execution Date(s) :

Execution Date(s) September 20, 2006

- Assignment
- Security Agreement
- Other Release of Collateral under Trademark Security Agreement
- Merger
- Change of Name

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)

Additional sheet(s) attached? Yes No

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

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

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

Street Address: 35 W. Wacker Dr.

City: Chicago

State: IL Zip: 60601

Phone Number: 312-558-6352

Fax Number: 312-558-5700

Email Address: lkonrath@winston.com

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 365

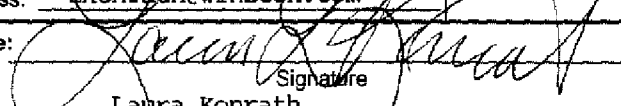
- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 232428
Authorized User Name Laura Konrath

9. Signature:



Signature

Date 10/16/06

Laura Konrath

Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 003490 FRAME: 0595

Continuation

08/20/2003 11:50 FAX J12 861 2200 2

KIRKLAND & ELLIS HS

0002

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
1 A and Triangle Design	USA	X-2257	365037 5/17/82	1,331,270 4/16/85	37: 39		Registered and in effect.	Renewal and Use Section 8 & 9 due 4/16/2005
2 AIRNET	USA	X-3265	747332661 11/16/82	1,789,784 8/24/83	42		Registered and in effect.	Renewal and Use Section 8 & 9 due 8/24/2003
3 AVIALL	USA	X-2255	394993 5/17/82	1,269,782 1/10/84	37: 39		Registered and in effect.	Renewal due 1/10/2004
AVIALL & DESIGN	India	X-3411-20INDI	638489 05/18/1994				Filed and Pending	Status Inquiry due on 2/9/03.
AVIALL & Design	Australia	X-2258	A428834 7/15/85	A428834 8/4/88	39		Registered and in effect.	Renewal 10/29/2003
AVIALL & Design	Zimbabwe	X-2256	63782 11/22/82	63782 8/24/83	37: 12		Registered and in effect.	Use Requirement due on 11/22/06; renewal due on 11/22/2012.
AVIALL & Design	Australia	X-2258	A383172 10/28/82	A383172 3/13/86	37		Registered and in effect.	Renewal due 10/29/2003
AVIALL & Design	Benelux	X-2258	653948 11/16/82	387944 8/27/83			Registered and in effect.	Use Requirement later due on 2/3/07; Renewal due on 11/16/2012.
AVIALL & Design	Canada	X-2258	55682 3/18/88	328884 6/12/87			Registered and in effect.	Use Requirement later 8/3/04; Renewal due 6/12/2017

TRADEMARK

REF: 003490 FRAME: 0586

08/20/2003 11:50 FAX 312 861 2200 2

KIRKLAND & ELLIS H5

004

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	County	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL & Design	New Zealand	X-2258	144634 11/15/02	144634 1/9/05	12		Registered and in effect.	Renewal Due 11/15/2003
AVIALL & Design	Singapore	X-2258-1	1703/03 04/08/03	1703/03 4/8/03	12		Registered and in effect.	Renewal Due 4/8/2004
AVIALL & Design	Singapore	X-2258-5	S/0153/01 8/30/01	6153/01 7/28/2001	42		Registered and in effect; receives official billing receipts.	Use requirement letter to client due on 7/28/2005
AVIALL & Design	Sri Lanka	X-2258	45950 4/28/03	45950 5/24/06	37		Registered and in effect.	Renewal Due 4/28/2003
AVIALL & Design	Sri Lanka	X-2258	45948 4/29/03	45948 12/9/07	42		Registered and in effect.	Renewal Due 4/29/2003
AVIALL & Design	Sri Lanka	X-2258	45949 4/29/03	45949 6/17/05	39		Registered and in effect.	Renewal Due 4/29/2003
AVIALL & Design	Sri Lanka	X-2258	45313 11/17/02	45313 4/09/07	12		Registered and in effect.	Awaiting certificate of renewal on 4/3/2003.
AVIALL & Design	Switzerland	X-2258	6537 11/17/02	324,799 9/27/03	12		Registered and in effect.	Use Requirement letter to client due on 11/17/2006.
AVIALL & Design	USA	X-2258	385017 5/17/02	1,263,793 1/10/04	41		Registered and in effect.	Renewal and Use Section 8 & 9 due 1/10/2004
AVIALL & Design	W. Germany	X-2258	A36284/37WZ 10/29/02	1089616 3/24/06	17		Registered and in effect.	Renewal due on 10/31/2012.
AVIALL Design & Triangle	USA	X-2258	355055 5/17/02	1,334,698 5/7/05			Registered and in effect.	Renewal and Use Section 8 & 9 due 5/7/2005
AVIALL Logo (New)	Argentina	X-3411-2	1920910 5/20/04	1651095 11/20/07	39		Registered and in effect.	Renewal due 11/20/2007

4
5

TRADEMARK

REF: 003490 FRAME: 0587

06/20/2003 11:51 FAX 312 881 2200 2

KIRKLAND & ELLIS HS

0000

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL Logo (New)	Spain	X-3411-2	1904180 5/20/94	1904180 6/5/95	39		Registered and in effect.	Renewal due 5/20/2004
AVIALL Logo (New)	Sweden	X-3411	94-05319 5/18/94	304061 8/11/95	37; 42		Registered and in effect.	Renewal due 8/11/2005
AVIALL Logo (New)	Switzerland	X-3411	3365/1994.2 5/19/1994	423049 6/21/96	37; 42		Registered and in effect.	Renewal due 5/18/2004
AVIALL Logo (New)	United Arab Emirates	X-3411-2	11981 8/12/95	10604 6/15/97	42		Registered and in effect.	Renewal due 8/12/2005
AVIALL Logo (New)	USA	X-3411	74/451719 11/22/93	2,000,186 9/10/95	37; 37; 41		Registered and in effect.	Renewal due on 08/10/2008.
AVIALL Logo (New)	W. Germany	X-3411	A 58 888/37WZ	2911155 8/18/95	37; 42		Registered and in effect.	Use requirement letter due on 8/8/2002; Renewal due 5/31/2004
AVIALL and DESIGN	Germany	X-2258-G	9/17/92	1029/1982 1089616	37		Renewed and Registered and in effect.	Renewal due on 10/31/2002.
AVIX	USA	X-2484	74/385173 4/29/93	1,906,351 7/16/95	Class 9 - batteries, emergency locator transmitter battery packs and cockpit headsets.		TRADEMARK - Registered and in effect.	Renewal due 7/18/2005
ILS & Design	Australia	X-3481	632468 6/17/94	632469 8/16/96	42		Registered and in effect.	Renewal Due on 6/17/2004.
ILS & Design	Australia	X-3481-DIV	676790 11/22/95	676790 3/18/97	42		Registered and in effect.	Sent Use requirement letter to client due on 3/18/2003; Renewal Due 6/17/2004.

6

7

TRADEMARK

REF: 003490 FRAME: 0588

08/20/2003 11:52 FAX 312 881 2200 2

KIRKLAND & ELLIS H5

012

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 28, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS & Design	Taiwan	X-3481-2	83042582 6/24/84	75485 4/16/95	11: Computer leasing services, data processing services, computer program designing services, computer maintenance and repairing services.		Registered and in effect	Renewal Due 4/15/2005.
ILS & Design	USA	X-3414	605035 6/19/86	1428877 2/10/87	42		Registered and in Effect	Renewal Due on 2/10/2007.
ILS & Design	USA	X-3481	74475986 12/29/1993	2028928 12/24/1996	42		Registered and in effect	Renewal Due on 12/24/2006.
ILS & Design	West Germany	X-3414/15	J 28 208/42 WZ 7/13/82	2 042 633 8/18/83	42		Registered and in effect	Renewed; Renewal Due Date 07/31/12.
ILS & Design	West Germany	X-3481	J31026/42WZ 8/15/84	2098675 1/31/1995	42		Registered and in effect	Renewal Due on 6/30/2004.
ILS BIDQUEST	Australia	X-4227	883189 7/20/01	883189 7/20/01	35		Registered	Renewal due on 7/20/2011.
ILS BIDQUEST	Benelux	X-4227	0994064 7/31/01	713317 12/02/2002	35		Registered and in effect	Use requirement letter to client due on 7/23/05.
ILS BIDQUEST	Canada	X-4227	111118 7/30/01		42		Filed and Pending.	Follow up on 04/09/2003.
ILS BIDQUEST	Denmark	X-4227	VA 2001 02876 07/31/2001	VR 2002 00035 1/30/02	35		Registered and in effect.	Use requirement 1/3/06; Renewal Due 1/3/2012.
ILS BIDQUEST	France	X-4227	013114278	013114278 07/30/2001			Registered and in effect.	Use Requirement Letter to the client on 7/30/2005; Renewal Due 7/29/2011

89

TRADEMARK

REF: 003490 FRAME: 0589

08/20/2003 11:52 FAX 312 861 2200 ?

KIRKLAND & ELLIS HS

014

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Goods and Services	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS BIDQUEST	South Korea	X-4227	41 2001 14804 7/31/01	35				Filed and Pending.	Response to Examiner due on 3/28/03.
ILS BIDQUEST	Taiwan	X-4227	90032189 8/2/01	42				Filed & Pending	Awaiting receipt of registration.
ILS BIDQUEST	USA	X-4227	76204407 2/2/01	42	2531965 1/22/02			Registered and in effect	Section 86 15 due on 1/22/2008
ILS PURCHASE ONLINE	Australia	X-4247	863239 7/20/01	42	893239 7/20/01			Registered	Renewal due on 7/20/2011.
ILS PURCHASE ONLINE	Berkeley	X-4247	0894085 7/23/01	35	713316 12/22/002			Registered and in effect.	Use requirement letter to client due on 7/23/05.
ILS PURCHASE ONLINE	Canada	X-4247	1111119 7/30/01	42: On-line marketplace for matching buyers and sellers of aircraft and ship parts.				Filed & Pending.	Published; Awaiting certificate of registration.
ILS PURCHASE ONLINE	Denmark	X-4247	VR 2002 02881 07/31/2001	35	VR 2002 00132 01/10/2002			Registered and in effect.	Use requirement 1/10/06; Renewal Due 1/10/12.
ILS PURCHASE ONLINE	France	X-4247	013114274 07/30/2001		013114274 07/30/2001			Registered and in effect.	Use Requirement Letter to the client on 7/30/2005.
ILS PURCHASE ONLINE	Germany	X-4247	301 44 068 9 7/23/2001	35	301 44 068 9 5/14/02		Providing an e-commerce platform in the internet (on-line marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect.	Renewal due on 7/31/2011.

10

TRADEMARK

REF: 003490 FRAME: 0600

08/29/2003 11:53 FAX J12 861 2200 2

KIRKLAND & ELLIS HS

018

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS PURCHASE ONLINE	South Korea	X-4247	41 2001 14807 7/31/01		35		Filed & Pending	Response to the Examiner due on 3/28/03.
ILS PURCHASE ONLINE	Taiwan	X-4247	80032187 8/3/01	177519 2/18/2003	42; On-line marketplace for matching buyers and sellers of aircraft and ship parts.		Registered.	Use Requirement letter to client due on 2/16/2005; renewal due on 2/15/2013.
ILS PURCHASE ONLINE	USA	X-4247	76204687 2/2/01	2534099 1/28/02	42		Registered and in effect.	Section 8 & 15 due on 1/29/2008.
ILSMART.COM	Australia	X-4248	883236 7/20/01	883236 7/20/01	42		Registered	Renewal due on 7/20/2011.
ILSMART.COM	Benelux	X-4248	0984062 7/23/01	713315 12/02/2002	35		Registered and in effect.	Use requirement letter to client due on 7/23/2005.
ILSMART.COM	Canada	X-4248	1111121 7/30/01		42; Online-marketplace for matching buyers and sellers of aircraft and ship parts.		Published	Awaiting Notice of Publication.
ILSMART.COM	France	X-4248	01 311 4281 07/30/2001	01 311 4281 07/30/2001			Registered and in effect.	Use Requirement Letter to the client on 7/30/2005.
ILSMART.COM	Germany	X-4248	301 44 066.2 7/23/2001	301 44 066.2 5/14/2002	35	Providing an e-commerce platform in the internet (on-line-marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect.	Renewal due on 7/31/2011.

TRADEMARK

REF: 003490 FRAME: 0601

06/20/2003 11:53 FAX J12 861 2200 2

KIRKLAND & ELLIS HS

016

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM	Taiwan	X-4248	90032190 8/3/01	176878 02/07/2003	42	On-line marketplace for matching buyers and sellers of aircraft and ship parts.	Registered and in effect.	Use requirement letter to client due on 02/01/05.
ILSMART.COM	USA	X-4248	761204415 2/2/01	2531956 01/22/2002	42		Registered and in effect.	Section 8 & 15 due on 1/22/2008.
ILSMART.COM (word)	Denmark	X-4248	07731/2001	VR 2002 00131 01/10/2002	35		Registered and in effect.	Use requirement letter to client due on 1/10/06.
ILSMART.COM (word)	Hong Kong	X-4248	2001 11654 7/20/2001	14658 2002 11/18/2002	35		Registered and in effect.	Use Requirement letter to client due on 11/18/06.
ILSMART.COM and DEVICE	Norway	X-4249	2001 10493 8/30/2001	215 109 7/11/2002	42	Electronic trade of aircraft and ship parts, on the internet and other electronic networks	Registered and in effect.	Use requirement letter to client due on 7/11/2006
ILSMART.COM and Design	Australia	X-4249	863235 7/20/01	863235 7/20/01	42		Registered	Renewal due on 7/20/2011.
ILSMART.COM and Design	Benelux	X-4249	0884083 7/23/01	713316 12/02/2002	35		Registered and in effect.	Use requirement letter to client due on 7/23/2005.
ILSMART.COM and Design	Canada	X-4249	1111120 7/30/01		42: On-line marketplace for matching buyers and sellers of aircraft and ship parts.		Published	Awaiting Notice of Publication.
ILSMART.COM and Design	Denmark	X-4249	VA 2001 02882 07/31/2001	VR 2002 00133 01/10/2002	35		Registered and in effect.	Use requirement letter to client due on 1/10/06.

12

TRADEMARK

REF: 003490 FRAME: 0602

06/20/2003 11:53 FAX J12 861 2200 2

KIRKLAND & ELLIS HS

019

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM and Design	France	X-4249	0730/2001	0730/2001 01314278			Registered and in effect	Use Requirement Letter to the client on 7/30/2005.
ILSMART.COM and Design	Germany	X-4249	30144067.0 July 23, 2001	30144067.0 5/14/2002	35	Providing an e-commerce platform in the internet (on-line-marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect	Renewal Due on 7/31/2011.
ILSMART.COM and Design	Greece	X-4249	146808 8/2/01		42		Filed and Pending.	Awaiting Certificates of Registration.
ILSMART.COM and Design	Mexico	X-4249	726/2001 496,347		42		Filed and Pending.	Status Inquiry due on 7/13/2003.
ILSMART.COM and Design	New Zealand	X-4249	642007 7/26/01	642007 2/2/01	35		Registered and in effect.	Use requirement letter to client on 2/2/2005.
ILSMART.COM and Design	Singapore	X-4249	T01 114638 7/30/01		42		Filed and Pending.	Status Inquiry sent on 2/26/03.
ILSMART.COM and Design	South Korea	X-4248	41 2001 14806 7/31/2001		35		Filed and Pending.	Status Inquiry due 04/23/2003.
ILSMART.COM and Design	Taiwan	X-4248	90332188 8/3/2001	17820 2/16/2003	42: On-line marketplace for matching buyers and sellers of aircraft and ship parts.		Registered	Use requirement letter to client due on 2/16/2006; renewal due on 2/15/03.
ILSMART.COM and Design	USA	X-4249	76/204408 2/2/01	2534097 01/29/2002	42		Registered and in effect.	Section 8 & 15 due on 01/29/2008.

TRADEMARK

REF: 003490 FRAME: 0603

06/20/2003 11:53 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

0029

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM and design	Great Britain	X-4249	2275960 7/23/2001	2275960 10/11/2002	35		Registered and in effect.	Use requirement letter to client due on 10/1/03.
ILSMART.COM and design	Hong Kong	X-4249	2001 11655 7/20/01		35		Filed & Pending	Status inquiry due on 6/11/2003.
ILSMART.COM and design	Japan	X-4249	07727/2001	4595411 08/16/2002	35		Registered and in effect	Use requirement letter to client due on 8/16/2004.
INVENTORY LOCATOR SERVICE	USA	X-3416	74049,958 3/30/92	1,663,333 4/14/02	42		Registered and in effect.	Renewal Due on 4/14/2012.
VAN DUSEN	Australia	X-2811	353327 11/14/80	A953327 4/23/2001	9		Registered and in effect.	Use requirement letter to client due on 4/23/2003.
VAN DUSEN	Canada	X-2811	327834 11/18/69	193816 8/31/73			Registered and in effect	Renewal due 8/13/2003
VAN DUSEN	France	X-2811-1	93 484072 8/17/83	93 484072 9/17/83	2, 6, 7		Registered and in effect.	Renewal due 9/16/2003
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197474 6/10/83	2		Registered and in effect	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197475 6/10/83	8		Registered and in effect	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197476 6/10/83	7		Registered and in effect	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197477 6/10/83	9		Registered and in effect	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197478 6/10/83	12		Registered and in effect	Renewal due 6/10/2004

14

TRADEMARK

REF: 003490 FRAME: 0604

**RELEASE OF COLLATERAL UNDER
TRADEMARK SECURITY AGREEMENT**

THIS RELEASE OF COLLATERAL UNDER TRADEMARK SECURITY AGREEMENT (the "**Agreement**") is executed as of September 28, 2006, by Aviall Services, Inc., Aviall, Inc. and Inventory Locator Service, LLC (collectively "**Debtors**"), and Citicorp USA, Inc. (in its capacity as administrative agent) ("**Secured Party**").

RECITALS

A. Debtors, Secured Party and certain lenders then or thereafter party thereto are parties to a Credit Agreement dated as of December 21, 2001, which was amended and restated on January 11, 2002 and again on June 30, 2003 (as amended, modified, supplemented, or restated from time to time, the "**Credit Agreement**");

B. In connection with the Credit Agreement, a Pledge and Security Agreement (as amended, modified, supplemented, or restated from time to time, the "**Security Agreement**") was entered into among Debtors and Secured Party whereby Debtors granted to Secured Party a security interest in certain assets of Debtors to secure the obligations under the Credit Agreement;

C. In connection with the Security Agreement, Debtors and Secured Party also entered into a Trademark Security Agreement dated as of December 21, 2001 and confirmed on June 30, 2003 (the "**Trademark Security Agreement**"), which was recorded on Reel/Frame Number No. 2424/0701 with the United States Patent and Trademark Office; and

D. At Debtors' request and in connection with the payoff of the obligations under the Credit Agreement, Secured Party has agreed to release the security interest in all of the Trademark Collateral, as that term is defined in the Trademark Security Agreement including without limitation all of the trademarks listed in attached Exhibit A, since all of the Secured Obligations have been fully and indefeasibly paid.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

SECTION 1. Defined Terms. Capitalized terms used and not otherwise defined herein shall have the same meanings as set forth in the Credit Agreement. Terms used herein which are defined in the UCC, unless otherwise defined herein or in the Credit Agreement, shall have their meanings as set forth in the UCC.

SECTION 2. Release. The Trademark Security Agreement and the security interest granted therein are hereby terminated. Secured Party hereby releases its security interest in and to all of the Trademark Collateral, and Secured Party does hereby reassign, convey, transfer and release unto Debtors, their successors, assigns and legal representatives, any and all of Secured Party's right, title and interest in and to the Trademark Collateral.

SECTION 3. Counterparts. This Agreement may be executed by parties hereto in several counterparts, each of which shall be deemed to be an original and all of which shall constitute together but one and the same agreement.

[Remainder of page intentionally left blank. Signature pages follow.]

1467406_2.DOC

TRADEMARK

REEL: 003490 FRAME: 0605

IN WITNESS WHEREOF, Debtors and Secured Party have duly executed this Agreement as of the day and year first written above.

AVIALL SERVICES, INC., as Debtor

By: [Signature]
Name: [Signature]
Title: [Signature]

AVIALL, INC., as Debtor

By: [Signature]
Name: [Signature]
Title: [Signature]

**INVENTORY LOCATOR SERVICE, LLC,
as Debtor**

By: [Signature]
Name: [Signature]
Title: [Signature]

**CITICORP USA, INC.,
as Secured Party**

By: [Signature]
Name: [Signature]
Title: [Signature]

IN WITNESS WHEREOF, Debtors and Secured Party have duly executed this Agreement as of the day and year first written above.

AVIALL SERVICES, INC., as Debtor

By: _____
Name: _____
Title: _____

AVIALL, INC., as Debtor

By: _____
Name: _____
Title: _____

**INVENTORY LOCATOR SERVICE, LLC,
as Debtor**

By: _____
Name: _____
Title: _____

**CITICORP USA, INC.,
as Secured Party**

By:  _____
Name: **MILES D. McMANUS**
Title: **Vice President and Director**

Exhibit A

[see attached]

TRADEMARK

REF: 003490 FRAME: 0608

06/29/2003 11:50 FAX 312 861 2200 2

KIRKLAND & ELLIS R6

002

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
1 A and Triangle Design	USA	X-2257	385037 5/17/82	1,331,270 4/16/85	37; 39		Registered and in effect.	Renewal and Use Section 8 & 9 due 4/16/2005
2 AIRNET	USA	X-3265	74/332881 11/18/82	1,789,784 6/24/83	42		Registered and in effect.	Renewal and Section 8 & 9 due 8/24/2003
3 AVIALL	USA	X-2255	384993 5/17/82	1,263,782 1/10/84	37; 39		Registered and in effect.	Renewal due 1/10/2004
AVIALL & DESIGN	India	X-3411-20INDI	05/18/1994				Filed and Pending	Status inquiry due on 2/9/03.
AVIALL & Design	Australia	X-2258	A428934 7/15/85	A428934 8/4/88	39		Registered and in effect.	Renewal 10/29/2003
AVIALL & Design	Zimbabwe	X-2258	83782 11/22/82	83782 6/24/83	37; 12		Registered and in effect.	Use Requirement due on 11/22/06; renewal due on 11/22/2012.
AVIALL & Design	Australia	X-2255	A383172 10/29/82	A383172 3/13/86	37		Registered and in effect.	Renewal due 10/29/2003
AVIALL & Design	Benelux	X-2258	663848 11/16/82	387944 9/27/83			Registered and in effect.	Use Requirement letter due on 2/3/07; Renewal due on 11/16/2012.
AVIALL & Design	Canada	X-2258	558382 3/19/86	328684 6/12/87			Registered and in effect.	Use Requirement letter 8/3/04; Renewal due 6/12/2017

TRADEMARK

REF: 003490 FRAME: 0609

02/29/2003 11:50 FAX J12 881 2200 2

KIRKLAND & ELLIS H5

0003

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	County	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL & Design	Chile	X-2258	13488 2/21/83	407036 12/4/83			Registered and in effect	Renewal due 5/26/2003
AVIALL & Design	France	X-2258	845588 11/17/82	1,219,116 11/16/2002	37; 39		Registered and in effect.	Renewal Due on 11/16/2012.
AVIALL & Design	Great Britain	X-2258	1185351 11/15/82	1,185351 8/18/84	12		Registered and in effect.	Renewal due 11/15/2003
AVIALL & Design	Great Britain	X-2258	888/83 1201286	1201286 7/17/85	7		Registered and in effect.	Renewal due 8/8/2004
AVIALL & Design	Greece	X-2258	73388 11/17/82	73388 8/17/84			Registered and in effect.	Use Requirement letter to the client due on 11/17/2008.
AVIALL & Design	Hong Kong	X-2258	3289 11/18/81	1305182 11/18/81	12		Registered and in effect.	Use Requirement letter to the client due on 11/22/2005.
AVIALL & Design	Indonesia	X-2258	11118/82	182597 7/19/86	12		Registered and in effect.	Renewal due 9/20/2004
AVIALL & Design	Italy	X-2258	35545C/82 11/18/82	413,516 3/10/86	12; 37		Registered and in effect	Awaiting certificate of renewal on 4/11/2003.
AVIALL & Design	Kenya	X-2258	30887 3/4/83	30887 8/16/83	12		Registered and in effect	Renewal due 3/4/2004
AVIALL & Design	Malaya	X-2258	86364 4/7/83	M/83364 6/23/88	12		Registered and in effect.	Renewal Due 4/7/2004
AVIALL & Design	Mexico	X-2258	206788 11/17/82	286225 5/28/83	12; 23		Registered and in effect.	Awaiting certificate of renewal 6/11/2003.

TRADEMARK

REF: 003490 FRAME: 0610

06/20/2003 11:50 FAX 312 861 2200 2

KIRKLAND & ELLIS H5

004

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Class No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL & Design	New Zealand	X-2258	144834 11/15/82	144834 1/8/86	12		Registered and in effect.	Renewal Due 11/15/2003
AVIALL & Design	Singapore	X-2258-1	170383 04/08/83	170383 4/8/83	12		Registered and in effect.	Renewal Due 4/8/2004
AVIALL & Design	Singapore	X-2258-5	S/6153/91 8/30/91	8153/91 7/28/2001	42		Registered and in effect; received official filing receipts.	Use requirement letter to client due on 7/28/2005
AVIALL & Design	Sri Lanka	X-2258	45950 4/28/83	45950 5/24/88	37		Registered and in effect.	Renewal Due 4/28/2003
AVIALL & Design	Sri Lanka	X-2258	45948 4/28/83	45948 12/8/87	42		Registered and in effect.	Renewal Due 4/28/2003
AVIALL & Design	Sri Lanka	X-2258	45948 4/28/83	45948 9/17/85	39		Registered and in effect.	Renewal Due 4/28/2003
AVIALL & Design	Sri Lanka	X-2258	45313 11/17/82	45313 4/8/87	12		Registered and in effect.	Awaiting certificate of renewal on 4/3/2003.
AVIALL & Design	Switzerland	X-2258	8537 11/17/82	324,799 9/27/83	12		Registered and in effect.	Use Requirement letter to client due on 11/17/2006.
AVIALL & Design	USA	X-2258	389017 5/17/82	1,263,753 1/10/84	41		Registered and in effect.	Renewal and Use Section 8 & 9 due 1/10/2004
AVIALL & Design	W. Germany	X-2258	A36284/37WZ 10/28/82	1088616 3/24/86	17		Registered and in effect.	Renewal due on 10/31/2012.
AVIALL Design & Triangle	USA	X-2258	355055 5/17/82	1,334,688 5/7/85			Registered and in effect.	Renewal and Use Section 8 & 9 due 5/7/2005
AVIALL Logo (New)	Argentina	X-3411-2	1920810 5/20/94	1551095 11/20/97	39		Registered and in effect.	Renewal due 11/20/2007

4

5

TRADEMARK

REF: 003490 FRAME: 0611

06/20/2003 11:51 FAX 312 861 2200 2

KIRKLAND & ELLIS H5

0085

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL Logo (New)	Australia	X-3411-2	4630186 5/18/84	4630186 11/20/00	42		Registered and in effect.	Use requirement letter to client due on 05/02/2003.
AVIALL Logo (New)	Brazil	X-3411-2	817876502 5/23/1984	817876502 10/15/96	40,16		Registered and in effect.	Renewal due 10/15/2008
AVIALL Logo (New)	Chile	X-3411-2	274656 5/19/84	483712 7/5/98	39		Registered and in effect.	Renewal due 7/5/2008
AVIALL Logo (New)	Colombia	X-3411-2	021373 5/20/84	168053 9/29/94	42		Registered and in effect.	Renewal due 9/29/2004
AVIALL Logo (New)	Hong Kong	X-3411-2	9405659 5/19/84	458471997 11/17/00	42		Registered and in effect.	Use Requirement letter to client due on 11/17/2004; Renewal due 11/22/2014
AVIALL Logo (New)	India	X-3411-2	628489 5/19/84		16		Filed & Pending	Status inquiry sent on 2/14/2003.
AVIALL Logo (New)	Ireland	X-3411-2	943069 5/19/84	202582 1/8/89			Registered and in effect.	Use requirement letter to client due on 1/8/2003; Renewal due 6/30/2006.
AVIALL Logo (New)	Kuwait	X-3411-2	31848 8/6/85	29489 5/11/89	39		Registered and in effect.	Use requirement letter to client due 5/11/2004; Renewal due 8/6/2005
AVIALL Logo (New)	Mexico	X-3411-2	198908 5/20/84	491201 5/5/95	42		Registered and in effect.	Renewal due 5/20/2004



TRADEMARK

REF: 003490 FRAME: 0612

06/20/2003 11:51 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

006

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL Logo (New)	New Zealand	X-3411-2	237028 5/16/94	237028 10/17/00	42		Registered and in effect	Use requirement letter to client due on 10/17/2004; Renewal due 11/22/2014
AVIALL Logo (New)	Philippines	X-3411-2	93891 7/19/1994	04 1994 95989 7/12/00	42		Registered and in effect.	Use requirement letter to client due on 7/12/2004; Renewal due 7/12/2020
AVIALL Logo (New)	Saudi Arabia	X-3411-1	25151 5/28/94	38361 5/28/94	37		Registered and in effect	Renewal due 2/7/2004
AVIALL Logo (New)	Saudi Arabia	X-3411-2	25162 5/28/94	38382 5/28/94	42		Registered and in effect.	Renewal due 2/7/2004
AVIALL Logo (New)	Singapore	X-3411-3	S11477/S7 9/18/87	T97114771 2/17/00	39		Registered and in effect.	Use requirement letter to client due on 2/17/2004; Renewal due 9/19/2007
AVIALL Logo (New)	South Africa	X-3411-1	94/5076 5/19/94	94/5076 12/19/98	37		Registered and in effect.	Renewal due 5/19/2004
AVIALL Logo (New)	South Africa	X-3411-2	94/5077 5/19/94	94/5077 5/19/94			Registered and in effect.	Renewal due 5/19/2004
AVIALL Logo (New)	South Korea	X-3411-1	94-4038 5/20/94	28673 5/20/94			Registered and in effect.	Renewal due 9/21/2005
AVIALL Logo (New)	South Korea	X-3411-2	94-4039 5/20/1994	28693 9/21/95	112		Registered and in effect.	Renewal due 1/11/2006
AVIALL Logo (New)	Sri Lanka	X-3411-1	70528 6/3/94	70528 11/28/96	37		Registered and in effect.	Renewal due 6/3/2004
AVIALL Logo (New)	Sri Lanka	X-3411-2	70525 6/3/94	70525 11/28/98	42		Registered and in effect.	Renewal due 6/3/2004

TRADEMARK

REF: 003490 FRAME: 0613

06/20/2003 11:51 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

0007

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Data Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL Logo (New)	Venezuela	X-3411-1	7214-84 6/3/84	S003003 1/5/86	37		Registered and in effect; official filing receipts received.	Renewal due 1/5/2006
AVIALL Logo (New)	Venezuela	X-3411-2	7215-94 6/3/84	S003004 1/5/86	42		Registered and in effect; official filing receipts received.	Renewal due 1/5/2006
AVIALL Logo (New)	Australia	X-3411-1	A630185 5/18/84	A630185 11/2/00	37		Registered and in effect.	Use requirement letter to client due on 09/02/2003.
AVIALL Logo (New)	Belgium	X-3411	827323 5/19/84	551783 2/1/85	37, 42		Registered and in effect.	Renewal due 5/19/2004
AVIALL Logo (New)	Brazil	X-3411-1	817876489 6/23/84	817876489 10/15/88	43		Registered and in effect.	Renewal due 10/15/2006
AVIALL Logo (New)	Canada	X-3411	754653 5/18/84	TMA484060 10/15/87			Registered and in effect.	Use requirement letter due on 10/15/2005.
AVIALL Logo (New)	Chile	X-3411-1	274855 5/18/1984	438445 1/27/85	37		Registered and in effect.	Renewal due 1/27/2005
AVIALL Logo (New)	China (PRC)	X-3411	94045127 5/21/84	817905 2/20/86	37		Registered and in effect.	Renewal due 2/19/2006
AVIALL Logo (New)	Colombia	X-3411-1	021374 5/20/84	164845 9/28/84	37		Registered and in effect.	Renewal due 8/28/2004
AVIALL Logo (New)	Denmark	X-3411	VA 03.618 1984 5/20/84	VR 06.258 9/16/84	37, 42		Registered and in effect.	Use requirement letter due on 9/16/02; Renewal due 9/16/2004
AVIALL Logo (New)	Egypt	X-3411-1	90877 5/18/1984	90877 4/10/86	37		Registered and in effect.	Send Use requirement letter to client due on 4/02/2003.

TRADEMARK

REF: 003490 FRAME: 0614

06/20/2003 11:51 FAX J12 861 2200 2

KIRKLAND & ELLIS H5

0008

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
AVIALL Logo (New)	Egypt	X-3411-2	90978 5/19/94	90501 6/9/95	42		Registered and in effect.	Renewal due 5/16/2004
AVIALL Logo (New)	France	X-3411	94/521365 5/24/94	94/521365 5/24/94	37		Registered and in effect.	Renewal due 5/23/2004
AVIALL Logo (New)	Great Britain	X-3411-2	1572591 5/18/94	1572591 10/18/200	39		Registered and in effect.	Use requirement letter to client due on 10/18/2004; Renewal due 11/22/2010.
AVIALL Logo (New)	Greece	X-3411	119275 5/23/1994	119275 6/19/97	37		Registered and in effect.	Renewal due 5/23/2004
AVIALL Logo (New)	India	X-3411-1	628498 5/19/94		12		Filed & Pending	Status inquiry sent on 2/14/2003.
AVIALL Logo (New)	Indonesia	X-3411-1	H4.HC-01-01.885345816 5/20/94	10/4/95	37		Registered and in effect.	Renewal due 1/27/2004
AVIALL Logo (New)	Indonesia	X-3411-2	H4.HC-01-01.885341891 5/20/94	8/22/95	42		Registered and in effect.	Renewal due 1/27/2004
AVIALL Logo (New)	Italy	X-3411	RM84CJ002257 5/20/1994	688202 10/7/98	37; 42		Registered and in effect.	Renewal due 5/20/2004
AVIALL Logo (New)	Malaysia	X-3411	97/19773 12/1/97			39	Filed and Pending	Status Inquiry due on 04/26/2003.
AVIALL Logo (New)	Mexico	X-3411-1	199810 5/20/1994	488716 9/26/95	37		Registered and in effect.	Renewal due 5/20/2004
AVIALL Logo (New)	Peru	X-3411-1	242642 5/20/94	002592 8/19/94	37		Registered and in effect.	Renewal due 8/19/2004
AVIALL Logo (New)	Peru	X-3411-2	242643 5/20/94	002911 10/24/94	42		Registered and in effect.	Renewal due 10/24/2004



TRADEMARK

REF: 003490 FRAME: 0615

06/20/2003 11:51 FAX 312 881 2200 2

KIRKLAND & ELLIS H5

000

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amanded Goods and Services	Status	Next Action Due
AVIALL Logo (New)	Spain	X-3411-2	1904180 5/20/94	1804180 6/5/95	38		Registered and in effect.	Renewal due 5/20/2004
AVIALL Logo (New)	Sweden	X-3411	94-05319 5/18/94	304061 8/11/95	37; 42		Registered and in effect.	Renewal due 8/11/2005
AVIALL Logo (New)	Switzerland	X-3411	3365/1884.2 5/19/1994	423849 6/21/86	37; 42		Registered and in effect.	Renewal due 5/19/2004
AVIALL Logo (New)	United Arab Emirates	X-3411-2	11881 8/12/95	10604 6/15/97	42		Registered and in effect.	Renewal due 8/12/2005
AVIALL Logo (New)	USA	X-3411	74/461719 11/22/93	2,000,188 9/10/96	37; 37; 41		Registered and in effect.	Renewal due on 08/10/2008.
AVIALL Logo (New)	W.Germany	X-3411	A 58 988/37WZ	2911155 6/16/95	37; 42		Registered and in effect.	Use requirement letter due on 6/16/2002; Renewal due 5/31/2004
AVIALL and DESIGN	Germany	X-2258-G	9/17/82	1029/1982 1085615	37		Renewed and Registered and in effect.	Renewal due on 10/31/2002.
AVIX	USA	X-2494	74/385173 4/28/93	1,906,351 7/18/95	Class 9 - batteries, emergency locator transmitter battery packs and cockpit headsets.		TRADEMARK - Registered and in effect.	Renewal due 7/18/2005
ILS & Design	Australia	X-3481	632489 6/17/84	632469 6/16/96	42		Registered and in effect.	Renewal Due on 6/17/2004.
ILS & Design	Australia	X-3481-DIV	678790 11/22/85	678790 3/18/97	42		Registered and in effect.	Send Use requirement letter to client due on 3/18/2003; Renewal Due 6/17/2004.

6

7

TRADEMARK

REF: 003490 FRAME: 0616

08/20/2003 11:51 FAX 312 861 2200 2

KIRKLAND & ELLIS #5

010

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS & Design	Belux	X-3481	828979 6/16/94	554585 4/3/95	42		Registered and in effect.	Sent Use requirement letter to client on 5/22/03; Renewal Due on 6/16/2004.
ILS & Design	Canada	X-3414	602767 3/15/88	350562 1/27/89	42		Registered and in Effect.	Renewal Due on 1/27/2004.
ILS & Design	Canada	X-3481	757578 6/15/94	449133 10/20/85	42		Registered and in effect.	Renewal Due on 10/20/2010.
ILS & Design	Cyprus	X-3481	40505 6/23/84	40505 6/23/01	42		Registered and in effect.	Use requirement letter to client due on 6/23/2005; Renewal Due on 6/23/2015.
ILS & Design	Denmark	X-3481	VA 04.472 1984 6/27/84	VR 06.882 1894 10/14/1994	42		Registered and in effect.	Use requirement letter to client due on 10/14/2003; Renewal Due on 10/14/2004.
ILS & Design	France	X-3481	94525827 6/22/94	94525827 6/22/84	42		Registered and in effect.	Sent use requirement letter to client on 5/22/2003; Renewal Due on 6/21/2004.
ILS & Design	Great Britain	X-3414/15	1338746 3/17/88	1338746 9/19/1995	42		Registered and in effect.	Renewal Due on 3/17/2005.
ILS & Design	Great Britain	X-3481	1575912 6/16/94	1575912 12/8/00	42		Registered and in effect.	Use requirement letter to client due on 12/8/2004; Renewal Due on 12/29/2010.

TRADEMARK

REF: 003490 FRAME: 0617

06/20/2003 11:52 FAX 312 881 2200 2

KIRKLAND & ELLIS H5

011

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS & Design	Greece	X-3481	118764 6/28/1994	118764 2/17/97	42		Registered and in effect.	Renewal Due on 6/29/2004.
ILS & Design	Hong Kong	X-3481	94 06721 6/20/94	7784/1998 12/22/2000	42		Registered and in effect.	Use requirement letter to client due on 12/22/2004; Renewal Due on 12/28/2014.
ILS & Design	Japan	X-3481	6333071994 6/24/1994	64175063 6/7/1998	42		Registered and in effect.	Use requirement letter to client due on 8/07/2003; Renewal Due on 9/7/2008
ILS & Design	Mexico	X-3481	202982 6/23/1994	510540 11/27/1996	42		Registered and in effect.	Renewal Due 6/23/2004.
ILS & Design	New Zealand	X-3481	238043 8/17/1994	238043 6/19/00	42		Registered and in effect.	Use requirement letter to client due on 8/19/2004; Renewal Due 12/29/2014.
ILS & Design	Norway	X-3481	943829 8/29/94	168587 6/22/95	42		Registered and in effect.	Renewal Due 6/22/2005.
ILS & Design	Singapore	X-3481	5109/94 6/21/94	5109/94 12/28/93	42		Registered and in effect.	Renewal Due 12/29/2003.
ILS & Design	South Korea	X-3481	94-4859 6/17/94	30576 2/13/1996	42		Registered and in effect.	Renewal Due 2/13/2006.
ILS & Design	Taiwan	X-3481-1	63042591 6/24/94	74450 2/16/95	42	1: Providing information and data services by means of computer software	Registered and in effect.	Use requirement letter to client due on 2/14/2004; Renewal Due 2/15/2005.



TRADEMARK

REF: 003490 FRAME: 0618

06/20/2003 11:52 FAX 312 861 2200 2

KIRKLAND & ELLIS H5

0012

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS & Design	Taiwan	X-3481-2	83042592 6/24/94	75495 4/19/95	11: Computer leasing services, data processing services, computer program designing services, computer maintenance and repairing services.		Registered and in effect.	Renewal Due 4/15/2005.
ILS & Design	USA	X-3414	805035 6/19/88	1428877 2/10/87	42		Registered and in Effect.	Renewal Due on 2/10/2007.
ILS & Design	USA	X-3481	74675896 12/29/1993	2026828 12/24/1996	42		Registered and in effect.	Renewal Due on 12/24/2006.
ILS & Design	West Germany	X-3414/15	J 28 208/42 WZ 7/13/82	2 042 833 8/18/83	42		Registered and in effect.	Renewed; Renewal Due Date 07/31/12.
ILS & Design	West Germany	X-3481	J31026/42WZ 6/15/84	2090575 1/31/1995	42		Registered and in effect.	Renewal Due on 6/30/2004.
ILS BIDQUEST	Australia	X-4227	883189 7/20/01	883189 7/20/01	35		Registered	Renewal due on 7/20/2011.
ILS BIDQUEST	Belux	X-4227	0994084 7/31/01	713317 12/02/2002	35		Registered and in effect.	Use requirement letter to client due on 7/23/05.
ILS BIDQUEST	Canada	X-4227	111118 7/30/01		42		Filed and Pending.	Follow up on 04/09/2003.
ILS BIDQUEST	Denmark	X-4227	VA 2001 02678 07/31/2001	VR 2002 00036 1/3/02	35		Registered and in effect.	Use requirement 1/3/06; Renewal Due 1/3/2012.
ILS BIDQUEST	France	X-4227	013114278	013114278 07/30/2001			Registered and in effect.	Use Requirement Letter to the client on 7/30/2005; Renewal Due 7/29/2011

89

TRADEMARK

REF: 003490 FRAME: 0619

06/20/2003 11:52 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

013

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS BIDQUEST	Germany	X-4227	301 44 065.4 7/23/2001	301 44 065 5/14/02	35	Providing an e-commerce platform in the internet (on-line marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect	Renewal due on 7/31/2001
ILS BIDQUEST	Great Britain	X-4227	2275938 7/23/2001	2275938 10/04/02	35		Registered and in effect.	Use Requirement letter to client due on 10/04/2006.
ILS BIDQUEST	Greece	X-4227	146910 8/2/01		42		Filed and Pending.	Awaiting receipt of certificate of registration.
ILS BIDQUEST	Hong Kong	X-4227	2003 01202 1/23/2003		35	On-line sale of aircraft and ship parts services.	Filed and Pending.	Status inquiry due on 9/24/03.
ILS BIDQUEST	Mexico	X-4227	7/26/2001 498,345		35		Filed and Pending.	Status inquiry due on 7/13/2003.
ILS BIDQUEST	New Zealand	X-4227	642005 7/20/01	642005 2/2/01	35		Registered and in effect.	Use Requirement Due on 2/2/2005.
ILS BIDQUEST	Norway	X-4227	2001 10490 8/30/2001	215 110 7/11/2002		Electronic trade of aircraft and ship parts, on the internet and other electronic networks	Registered and in effect.	Use requirement letter to client due on 7/11/2006
ILS BIDQUEST	Singapore	X-4227	7/30/2001 T01/114651	7/30/2001 T01/114651		42: Providing access to a computer data base in the filed of aircraft parts inventory information and location and in the field of parts for ships.	Registered.	Use requirement letter due on 7/30/2005.



TRADEMARK

REF: 003490 FRAME: 0620

06/20/2003 11:52 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

014

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS BIDQUEST	South Korea	X-4227	41 2001 14804 7/31/01	35			Filed and Pending.	Response to Examiner due on 3/28/03.
ILS BIDQUEST	Taiwan	X-4227	90032169 8/2/01	42			Filed & Pending	Awaiting receipt of registration.
ILS BIDQUEST	USA	X-4227	76204407 2/2/01	42	2531965 1/22/02		Registered and in effect	Section 6 & 15 due on 1/22/2008
ILS PURCHASE ONLINE	Australia	X-4247	983239 7/20/01	42	883239 7/20/01		Registered	Renewal due on 7/20/2011.
ILS PURCHASE ONLINE	Belgium	X-4247	0884065 7/23/01	35	713316 12/2/2002		Registered and in effect.	Use requirement letter to client due on 7/23/05.
ILS PURCHASE ONLINE	Canada	X-4247	1111119 7/30/01	42: On-line marketplace for matching buyers and sellers of aircraft and ship parts.			Filed & Pending.	Published; Awaiting certificates of registration.
ILS PURCHASE ONLINE	Denmark	X-4247	VR 2002 02861 07/31/2001	35	VR 2002 00132 04/10/2002		Registered and in effect.	Use requirement 1/10/06; Renewal Due 1/10/12.
ILS PURCHASE ONLINE	France	X-4247	013114274 07/30/2001		013114274 07/30/2001		Registered and in effect.	Use Requirement Letter to the client on 7/30/2005.
ILS PURCHASE ONLINE	Germany	X-4247	361 44 068.9 7/23/2001	35	301 44 088 9 5/14/02	Providing an e-commerce platform in the Internet (on-line-marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect.	Renewal due on 7/31/2011.

10

TRADEMARK

REF: 003490 FRAME: 0621

08/20/2003 11:52 FAX 312 861 2200 2

KIRKLAND & ELLIS H6

015

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS PURCHASE ONLINE	Great Britain	X-4247	2275858 7/23/2001	2275858	35		Registered and in effect	Use Requirement letter to client due on 2/14/2007; Renewal due on 7/23/2011
ILS PURCHASE ONLINE	Greece	X-4247	146807 8/2/01		42		Filed & Pending	Awaiting Certificate of Registration.
ILS PURCHASE ONLINE	Hong Kong	X-4247	200111652 7/20/01		35	Agency services on the online selling of aircraft and ship parts; online buyer to supplier matching services relating to aircraft and ship parts; all included in Class 35.	Filed & Pending	Response due on 8/30/03
ILS PURCHASE ONLINE	Mexico	X-4247	72872001 498,345	769,843	35		Registered and in effect	Use requirement letter to client on 2/2/2005.
ILS PURCHASE ONLINE	New Zealand	X-4247	642008 7/20/01	642008 2/2/01	35		Registered and in effect	Use requirement letter to client due on 7/11/2006.
ILS PURCHASE ONLINE	Norway	X-4247	200110481 8/30/2001	215,107 7/11/2002		Electronic trade of aircraft and ship parts, on the internet and other electronic networks	Registered and in effect	
ILS PURCHASE ONLINE	Singapore	X-4247	TC1 114620 7/30/01		42		Published	Published on 3/28/03; Awaiting Certificate of Registration.

TRADEMARK

REF: 003490 FRAME: 0622

08/20/2003 11:53 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

016

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILS PURCHASE ONLINE	South Korea	X-4247	41 2001 14807 7/31/01		35		Filed & Pending	Response to the Examiner due on 3/28/03.
ILS PURCHASE ONLINE	Taiwan	X-4247	90832187 8/3/01	177618 2/16/2003	42: On-line marketplace for matching buyers and sellers of aircraft and ship parts.		Registered.	Use Requirement letter to client due on 2/18/2005; renewal due on 2/15/2013.
ILS PURCHASE ONLINE	USA	X-4247	76204687 2/2/01	2534099 1/28/02	42		Registered and in effect.	Section 8 & 15 due on 1/29/2008.
ILSMART.COM	Australia	X-4248	883236 7/20/01	883236 7/20/01	42		Registered	Renewal due on 7/20/2011.
ILSMART.COM	Belarus	X-4248	0894062 7/23/01	713315 12/02/2002	35		Registered and in effect.	Use requirement letter to client due on 7/23/2005.
ILSMART.COM	Canada	X-4248	1111121 7/30/01		42: Online-marketplace for matching buyers and sellers of aircraft and ship parts.		Published	Awaiting Notice of Publication.
ILSMART.COM	France	X-4248	01 311 4281 07/30/2001	01 311 4281 07/30/2001			Registered and in effect.	Use Requirement Letter to the client on 7/30/2005.
ILSMART.COM	Germany	X-4248	301 44 086.2 7/23/2001	301 44 086.2 3/14/2002	35	Providing an e-commerce platform in the internet (on-line-marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect.	Renewal due on 7/31/2011.

TRADEMARK

REF: 003490 FRAME: 0623

06/20/2003 11:53 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

0017

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM	Great Britain	X-4248	2275952 7/23/2001	2275952 10/04/2002	35		Registered and in effect.	Use Requirement letter to client due 10/04/06.
ILSMART.COM	Greece	X-4248	146609 8/2/01		42		Filed and Pending.	Awaiting Certificate of Registration.
ILSMART.COM	Japan	X-4248	88635/2001 07/21/2001	4595410 8/16/2002	35		Registered and in effect.	Use requirement letter to client due on 8/16/2004.
ILSMART.COM	Mexico	X-4248	726/2001 490,346		42		Filed and Pending.	Status inquiry due on 7/13/2003.
ILSMART.COM	New Zealand	X-4248	842006 7/20/01	642008 2/2/2001	35		Registered and in effect.	Use Requirement letter to client Due on 2/2/2005.
ILSMART.COM	Norway	X-4248	2001 10462 8/30/2001	215 108 7/11/2002		Electronic trade of aircraft and ship parts, on the internet and other electronic networks	Registered and in effect.	Use requirement letter to client due on 7/11/2006.
ILSMART.COM	Singapore	X-4248	T01 11464J 7/30/01	T01 11464J 7/30/01		42: Providing access to a computer data base in the field of aircraft parts inventory information and location and in the field of parts for ships.	Registered	Renewal due on July 30, 2011.
ILSMART.COM	South Korea	X-4248	41 2001 14905 7/31/01		35		Filed and Pending.	Status inquiry due on 04/23/2003.



TRADEMARK

REF: 003490 FRAME: 0624

08/20/2003 11:53 FAX J12 #61 2200 2

KIRKLAND & ELLIS #5

018

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM	Taiwan	X-4248	80032190 8/3/01	176878 02/01/2003	42	On-line marketplace for matching buyers and sellers of aircraft and ship parts.	Registered and in effect.	Use requirement letter to the client due on 02/10/05.
ILSMART.COM	USA	X-4248	762204415 2/2/01	2531956 01/22/2002	42		Registered and in effect.	Section 8 & 15 due on 1/22/2008.
ILSMART.COM (word)	Denmark	X-4248	07/31/2001	VR 2002 00131 01/10/2002	35		Registered and in effect.	Use requirement letter to client due on 1/10/06.
ILSMART.COM (word)	Hong Kong	X-4248	2001 11664 7/20/2001	14658 2002 11/18/2002	35		Registered and in effect.	Use Requirement letter to client due on 11/18/06.
ILSMART.COM and DEVICE	Norway	X-4249	2001 10489 8/30/2001	215 109 7/11/2002	42	Electronic trade of aircraft and ship parts, on the internet and other electronic networks	Registered and in effect.	Use requirement letter to client due on 7/11/2006
ILSMART.COM and Design	Australia	X-4249	683235 7/20/01	683235 7/20/01	42		Registered	Renewed due on 7/20/2011.
ILSMART.COM and Design	Benelux	X-4249	0884053 7/23/01	713316 12/02/2002	35		Registered and in effect.	Use requirement letter to client due on 7/23/2005.
ILSMART.COM and Design	Canada	X-4249	1111120 7/6/01		42: On-line marketplace for matching buyers and sellers of aircraft and ship parts.		Published	Awaiting Notice of Publication.
ILSMART.COM and Design	Denmark	X-4249	VA 2001 02882 07/31/2001	VR 2002 00133 01/10/2002	35		Registered and in effect.	Use requirement letter to client due on 1/10/06.

12

TRADEMARK

REF: 003490 FRAME: 0625

06/20/2003 11:53 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

019

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM and Design	France	X-4249	07/30/2001	07/30/2001 013114276			Registered and in effect.	Use Requirement letter to the client on 7/30/2005.
ILSMART.COM and Design	Germany	X-4249	301 44 087.0 July 23, 2001	301 44 087.0 5/14/2002	35	Providing an e-commerce platform in the internet (on-line-marketplace) for buyers and sellers of aircraft and ship parts	Registered and in effect.	Renewal Due on 7/31/2011.
ILSMART.COM and Design	Greece	X-4249	149808 8/2/01		42		Filed and Pending.	Awaiting Certificate of Registration.
ILSMART.COM and Design	Mexico	X-4249	7/25/2001 498,347		42		Filed and Pending.	Status inquiry due on 7/13/2003.
ILSMART.COM and Design	New Zealand	X-4249	642007 7/20/01	642307 2/2/01	35		Registered and in effect.	Use requirement letter to client on 2/2/2005.
ILSMART.COM and Design	Singapore	X-4249	T01 11463B 7/30/01		42		Filed and Pending.	Status inquiry sent on 2/26/03.
ILSMART.COM and Design	South Korea	X-4249	41 2001 14806 7/31/2001		35		Filed and Pending.	Status inquiry due 04/23/2003.
ILSMART.COM and Design	Taiwan	X-4249	90032188 8/3/2001	177620 2/16/2003	42; On-line marketplace for matching buyers and sellers of aircraft and ship parts.		Registered	Use requirement letter to client due on 2/16/2006; renewal due on 2/15/03.
ILSMART.COM and Design	USA	X-4249	76/204408 2/2/01	2534097 01/29/2002	42		Registered and in effect.	Section 8 & 15 due on 01/28/2008.

13

TRADEMARK

REF: 003490 FRAME: 0626

08/20/2003 11:53 FAX 312 881 2200 2

KIRKLAND & ELLIS HS

020

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Class No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
ILSMART.COM and design	Great Britain	X-4249	2275960 7/23/2001	2275960 10/11/2002	35		Registered and in effect.	Use requirement letter to client due on 10/1/03.
ILSMART.COM and design	Hong Kong	X-4249	2001 11655 7/20/01		35		Filed & Pending	Status inquiry due on 6/11/2003.
ILSMART.COM and design	Japan	X-4249	07/27/2001	4593411 08/16/2002	35		Registered and in effect.	Use requirement letter to client due on 8/18/2004.
INVENTORY LOCATOR SERVICE	USA	X-3416	74/043,958 3/20/92	1,683,333 4/14/02	42		Registered and in effect.	Renewal Due on 4/14/2012.
VAN DUSEN	Australia	X-2811	353327 11/14/80	A353327 4/23/2001	9		Registered and in effect.	Use requirement letter to client due on 4/23/2003.
VAN DUSEN	Canada	X-2811	327834 11/18/69	183616 8/31/73			Registered and in effect.	Renewal due 8/13/2003
VAN DUSEN	France	X-2811-1	53,484,072 8/17/93	53,484,072 5/17/83	2, 6, 7		Registered and in effect.	Renewal due 9/16/2003
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197474 6/10/83	2		Registered and in effect.	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197475 6/10/83	8		Registered and in effect.	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197476 6/10/83	7		Registered and in effect.	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197477 6/10/83	9		Registered and in effect.	Renewal due 6/10/2004
VAN DUSEN	Great Britain	X-2811	N/A 6/10/83	1197478 6/10/83	12		Registered and in effect.	Renewal due 6/10/2004

14

TRADEMARK

REF: 003490 FRAME: 0627

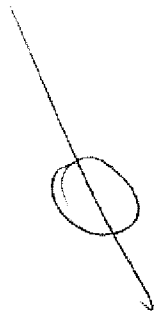
06/20/2003 11:53 FAX 312 861 2200 2

KIRKLAND & ELLIS HS

021

**Aviall, Inc. and Inventory Locator Service, LLC
Trademarks (as of June 20, 2003)**

Trademark	Country	Case No.	App. No./ Date Filed	Reg. No./ Reg. Date	Goods and Services	Amended Goods and Services	Status	Next Action Due
VAN DUSEN	Sweden	X-2811	83-3982 8/20/83	192574 8/24/84	2; 6		Registered and in Effect.	Use Requirement letter to client due 8/24/03.
VAN DUSEN	W. Germany	X-2811	Y041841 8/20/75	946204 10/25/95	7; 8		Registered and in effect.	Renewal due 8/31/2005



TRADEMARK

RECORDED: 02/28/2007

REF: 003490 FRAME: 0628