

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the misrecording of registrations 1210830 2124774 2615326 2623874 Antares never held a security interest. previously recorded on Reel 003095 Frame 0335. Assignor(s) hereby confirms the release of the other 6 trademarks on the attached schedule.

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Antares Capital Corporation		12/17/2004	CORPORATION:

RECEIVING PARTY DATA	
Name:	SCHWAN'S IP, LLC
Street Address:	115 W. College Drive
City:	Marshall
State/Country:	MINNESOTA
Postal Code:	56258
Entity Type:	LIMITED LIABILITY COMPANY:

Name:	DELAWARE LICENSING CORPORATION
Street Address:	650 Naaman's Road
Internal Address:	Suite 350
City:	Claymont
State/Country:	DELAWARE
Postal Code:	19703
Entity Type:	CORPORATION:

Name:	St. Eve International, Inc.
Street Address:	180 Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10016
Entity Type:	CORPORATION:

Name:	Uniters S.P.A.
Street Address:	Via de Nicola 1

OP \$115.00 1210830

900103349

TRADEMARK
REEL: 003753 FRAME: 0208

City:	Montecchio Maggiore
State/Country:	ITALY
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	1210830	FIESTADA
Registration Number:	2124774	ENDNOTE
Registration Number:	2615326	NEW RECRUIT
Registration Number:	2623874	UNITERS

CORRESPONDENCE DATA

Fax Number: (212)378-2615
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: dschutzbank@cahill.com
 Correspondent Name: David Schutzbank
 Address Line 1: 80 Pine Street
 Address Line 4: New York, NEW YORK 10005

ATTORNEY DOCKET NUMBER:	31350.350
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DOMESTIC REPRESENTATIVE

Name:
 Address Line 1:
 Address Line 2:
 Address Line 3:
 Address Line 4:

NAME OF SUBMITTER:	David Schutzbank
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Signature:	/s/ David Schutzbank
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Date:	04/04/2008
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Total Attachments: 7
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12-22-2004

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Antares Capital Corporation, as Agent

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

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Trademark Release & Reassignment.

Execution Date: 12/17/2004

2. Name and address of receiving party(ies)

Name: Progressive Suspension, Inc.

Internal

Address: _____

Street Address: 11129 G Avenue

City: Hesperia State: CA Zip: 92345

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State California 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)
Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) SEE SCHEDULE I

B. Trademark Registration No.(s) SEE SCHEDULE I

Additional number(s) attached ☒ Yes ☐ No

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

Name: Tina Qualls

Internal Address: _____

Corporation Service Company

Street Address: _____

1133 Avenue of the Americas

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved:

10

7. Total fee (37 CFR 3.41).....\$ 265.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

James P. Murphy

Name of Person Signing

Signature

December 20, 2004

Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

12/23/2004 6TON11

00000023 2372257

01 FC:8521
02 FC:852240.00 DP
225.00 DPTRADEMARK
TRADEMARK
REEL: 003095 FRAME: 0335
REEL: 003753 FRAME: 0210

BORROWER: Progressive Suspension, Inc.

Schedule 1

U.S. TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REG. NO.</u>	<u>DATE</u>
"Progressive Suspension Inc. USA" & Design	2,372,257	August 1, 2000
"Cruise Control"	2,095,831	September 9, 1997

FOREIGN TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Reg. No.</u>	<u>Date</u>
"Progressive Suspension" & Design(Europe CTM Trademark Application)	1,210,830	December 7, 2000

U.S. TRADEMARK APPLICATIONS

<u>Mark</u>	<u>App. No.</u>	<u>Filed Date</u>
"5th Element"	76/348,990	December 17, 2001
"Airtail"*	76/347,780	December 13, 2001
"CV/T"*	76/361,617	January 22, 2002
"Platform Damping"*	76,374,557	February 21, 2002

* Intent-to-use applications

FOREIGN TRADEMARK APPLICATIONS

<u>Mark</u>	<u>App. No.</u>	<u>Filed Date</u>
"Progressive Suspension Europe" & Design (Europe CTM Trademark)	2,124,774	March 12, 2001
"Airtail" (Europe CTM Trademark)	2,615,326	March 15, 2002
"5th Element"	2,623,874	March 21, 2002

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of December 17, 2004, by ANTARES CAPITAL CORPORATION, a Delaware corporation, as Agent ("Agent").

WITNESSETH:

WHEREAS, Agent and Progressive Suspension, Inc., a California corporation ("Progressive"), are parties to that certain Trademark Security Agreement dated as of June 12, 2002 (the "Security Agreement"; capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Security Agreement), pursuant to which Progressive granted a security interest to Agent in, and a collateral assignment to Agent of, among other things, the Released Trademarks (as such term is defined below) as security for certain obligations owing by Progressive and certain of its affiliates to the financial institutions (collectively, the "Lenders") from time to time party to that certain Credit Agreement dated as of June 12, 2002, as amended, restated, supplemented or otherwise modified from time to time, by and among Progressive, Motorsport Aftermarket Group, Inc., a Delaware corporation ("MAG"), White Brothers Performance Products, Inc., a California corporation ("WBPP"), J&P Cycles, Inc., an Iowa corporation ("J&P"), Kuryakyn Holdings, Inc., a Wisconsin corporation ("Kuryakyn"), and V&H Performance, Inc., a California corporation ("V&H"; WBPP, MAG, Kuryakyn, J&P, Progressive and V&H are referred to herein each individually as a "Borrower" and collectively as the "Borrowers"), MAG, in its capacity as borrowing agent and funds administrator (in such capacity, the "Funds Administrator"), Agent and the Lenders; and

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on June 20, 2002, at Reel 002529, Frame 0090; and

WHEREAS, Progressive has requested that Agent release its security interest in the Released Trademarks and reassign the same to Progressive.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged:

1. Agent hereby releases its security interest in all of Progressive's right, title and interest in and to all of the following:

(a) each Trademark, Trademark registration and Trademark application (other than Trademark applications based on an "intent-to-use" the marks), including, without limitation, the Trademarks, Trademark registrations (together with any reissues, continuations or extensions thereof) and Trademark applications referred to in Schedule 1 annexed hereto (collectively, the "Released Trademarks"), and all of the goodwill of the business connected with the use of, and symbolized by, each Released Trademark;

(2) each Trademark license and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark license; and

(3) all products and proceeds of the foregoing, including, without limitation, any claim by Progressive against third parties for past, present or future (a) infringement or dilution of any Released Trademark and the Trademarks licensed under any Trademark license, or (b) injury to the goodwill associated with any Released Trademark or Trademark licensed under any Trademark license.

2. Agent hereby reassigns, grants and conveys to Progressive, without any representation, recourse or undertaking by Agent, all of Agent's right, title and interest in and to the Released Trademarks, and the goodwill of Progressive's business connected with the use of and symbolized by the Released Trademarks.

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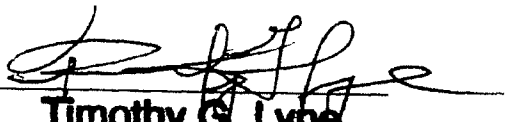
IN WITNESS WHEREOF, Agent has caused this Trademark Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

ANTARES CAPITAL CORPORATION, a
Delaware corporation, as Agent

By: _____

Name: _____

Title: _____


Timothy G. Lyne
Director

BORROWER: Progressive Suspension, Inc.

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"5th Element"	2,623,874	March 21, 2002

BORROWER: Progressive Suspension, Inc.

TRADEMARK LICENSES

<u>Name of Agreement</u>	<u>Parties</u>	<u>Date of Agreement</u>
None		

WD 061302/1-1408305/997516/v8

RECORDED: 12/22/2004
RECORDED: 04/04/2008

TRADEMARK
TRADEMARK
REEL: 003095 FRAME: 0341
REEL: 003753 FRAME: 0216