TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AAS Accessory Group, LLC	FORMERLY Valley Industries, LLC	09/06/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Thule Hitch Systems LLC
Street Address:	1313 South Stockton Street
City:	Lodi
State/Country:	CALIFORNIA
Postal Code:	95240
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2225514	ADAPT HITCH BALL
Registration Number:	2212271	ADAPT HITCH BALL
Registration Number:	1846668	POWER-PULL
Serial Number:	78543865	POWER PULL XTREME
Registration Number:	3042579	STOW-A-BALL
Registration Number:	2788033	UBS
Serial Number:	72175143	VALLEY

CH $190.00 2225514

CORRESPONDENCE DATA

Fax Number: (248)594-0610
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2485940633
Email: tmdocketing@raderfishman.com
Correspondent Name: Michael B. Stewart
Address Line 1: 39533 Woodward Avenue, Suite 140

Address Line 4:	Bloomfield Hills, MICHIGAN 48304
ATTORNEY DOCKET NUMBER:	65269-0999
NAME OF SUBMITTER:	Michael B. Stewart
Signature:	/mbs/
Date:	06/24/2008

Total Attachments: 6
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TRADEMARK ASSIGNMENT, dated as of September 6, 2006 (this "Assignment"), from AAS ACCESSORY GROUP, LLC (formerly Valley Industries, LLC), a Delaware limited liability company ("Assignor"), to THULE HITCH SYSTEMS LLC, a Delaware limited liability company ("Assignee").

BACKGROUND

WHEREAS, Assignor owns the marks listed in Schedule A and owns the registrations listed in Schedule A (collectively, the "Assigned Marks"); and

WHEREAS, the Assignee is desirous of acquiring the Assignor's entire right, title and interest in and to the Assigned Marks, including the right to bring actions for infringement of the Assigned Marks occurring prior to the date of this Assignment.

NOW, THEREFORE, be it known that for valuable and legally sufficient consideration, the receipt and legal sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

ARTICLE I

ASSIGNMENT OF TRADEMARKS

1.01. As of the date hereof, Assignor hereby irrevocably sells, assigns, transfers and conveys to Assignee all right, title and interest it now has or ever has had in and to each of the Assigned Marks worldwide, together with the goodwill of the business symbolized thereby, including, but not limited to, any applications or registrations therefor, together with all claims that can or may be asserted by Assignor arising out of or relating to the use or ownership of any of the Assigned Marks.

1.02. As of the date hereof, Assignee assumes full responsibility for and Assignor is relieved of all future obligations relating to the Assigned Marks, including, but not limited to, all costs, taxes and fees that accrue after the date hereof for preparing and recording any assignments contemplated herein; maintaining, defending, enforcing and litigating rights in the Assigned Marks; or otherwise registering, renewing or maintaining any trademark registrations or domain name registrations for the Assigned Marks. Nothing contained in this Assignment shall give Assignee any rights in or to any trademarks, service marks, model numbers or trade dress not specifically conveyed under this Assignment.

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TRADEMARK
REEL: 003801 FRAME: 0802

IN TESTIMONY WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their authorized representatives.

ASSIGNOR:	ASSIGNEE:
AAS ACCESSORY GROUP, LLC	**THULE HITCH SYSTEMS LLC**
By: _____	By: Ulf Berghaft
Name: _____	Name: Ulf Berghaft
Title: _____	Title: Manager

NYA 799476.1

CERTIFICATE OF ACKNOWLEDGEMENT

I, _____, a Notary Public, do hereby certify that _____, known to me to be the _____ of AAS Accessory Group, LLC, appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument on behalf of AAS Accessory Group, LLC as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this _____ day of September 2006.

_____
Notary Public

My Commission Expires:

CERTIFICATE OF ACKNOWLEDGEMENT

I, Jenna Galicki, a Notary Public, do hereby certify that Ulf Berghult, known to me to be the Manager of Thule Hitch Systems LLC, appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument on behalf of Thule Hitch Systems LLC as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 6th day of September 2006.

_____
Notary Public

My Commission Expires:

JENNA GALICKI
Notary Public, State of New York
No. 01GA6092516
Qualified in Nassau County
Commission Expires May 19, 2007

NYA 799476.1

IN TESTIMONY WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their authorized representatives.

ASSIGNOR:	ASSIGNEE:
AAS ACCESSORY GROUP, LLC	**THULE HITCH SYSTEMS LLC**
By: [signature]	By: _____
Name: Ronald J Eyrdhouse	Name: _____
Title: EVP - CFO	Title: _____

NYA 799476.1

CERTIFICATE OF ACKNOWLEDGEMENT

I, Kimberly Monroe, a Notary Public, do hereby certify that Ronald Gardhouse, known to me to be the EVP and CFO of AAS Accessory Group, LLC, appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument on behalf of AAS Accessory Group, LLC as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 6th day of September 2006.

Kimberly M. Monroe
Notary Public

My Commission Expires:

KIMBERLY M. MONROE
Notary Public, State of New York
No. 02MO6034613
Qualified in New York County
Commission Expires Dec. 13, 2007

CERTIFICATE OF ACKNOWLEDGEMENT

I, _____, a Notary Public, do hereby certify that _____, known to me to be the _____ of Thule Hitch Systems LLC, appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument on behalf of Thule Hitch Systems LLC as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this ___ day of September 2006.

_____
Notary Public

My Commission Expires:

NYA 799476.1

SCHEDULE A

COUNTRY	TRADEMARK	APPL NO	REG NO	STATUS	INT'L CLASS
United States	ADAPT HITCH BALL	75/387772	2225514	LIVE	12
United States	ADAPT HITCH BALL (and design)	75/261875	2212271	LIVE	12
Canada	ADAPT HITCH BALL (and design)	0856920	TMA533462	LIVE	
United States	JOURNEY	78/301074		APPLICATION – SUSPENDED	9
Canada	JOURNEY	1207994	TMA631494	LIVE	
United States	ODYSSEY	78/306712		APPLICATION – OPPOSITION	9
United States	POWER-PULL	74/366191	1846668	LIVE	12
Canada	POWER-PULL	0735425	TMA464714	LIVE	
United States	POWER PULL EXTREME	78/543865		APPLICATION – ALLOWED	12
Canada	POWER PULL EXTREME	1262940		APPLICATION - PENDING	
United States	STOW-A-BALL	78/331777	3042579	LIVE	12
Canada	STOW-A-BALL	1215836	TMA636088	LIVE	
United States	UBS	76/342485	2788033	LIVE	12
Canada	UBS	1141645	TMA651528	LIVE	
United States	VALLEY	72/175143	0780181	LIVE	12

NYA 799476.1