

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Allied Capital Corporation		10/21/2008	CORPORATION:

RECEIVING PARTY DATA	
Name:	Meineke Car Care Centers, Inc., Aero-Colours, Inc., Econo-Lube N'Tune, Inc. Aqua2 Acquisition, Inc. and Driven Brands, Inc.
Street Address:	128 S. Tryon Street
Internal Address:	Suites 880 and 900
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28202
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Registration Number:	1042467	MEINEKE DISCOUNT MUFFLERS
Registration Number:	1191431	MINE-A-KEY
Registration Number:	1206108	EVERLAST
Registration Number:	1207483	MEINEKE
Registration Number:	1207490	MEINEKE
Registration Number:	1215262	MEINEKE
Registration Number:	1241466	MEINEKE
Registration Number:	1268145	MEINEKE
Registration Number:	1268264	MEINEKE DISCOUNT MUFFLERS
Registration Number:	1268265	MEINEKE DISCOUNT MUFFLERS SAY MINE-A-KEY
Registration Number:	1283288	EVERLAST
Registration Number:	1434915	MEINEKE
Registration Number:	1610116	MEINEKE

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Registration Number:	1620331	MEINEKE
Registration Number:	2022824	MEINEKE DISCOUNT MUFFLERS
Registration Number:	1970877	MEINEKE
Registration Number:	2728887	MEINEKE UNIVERSITY
Registration Number:	2748431	M.KEY MEINEKE BUSINESS SYSTEM
Registration Number:	2803550	M.KEY
Registration Number:	2913294	YOU WON'T PAY A LOT, BUT YOU'LL GET A LOT
Registration Number:	1429534	AERO COLOURS
Registration Number:	1748877	AERO COLOURS
Registration Number:	2956651	MEINEKE CAR CARE CENTER
Registration Number:	2979521	RIGHT SERVICE. RIGHT PRICE.
Registration Number:	3017566	MEINEKE
Registration Number:	3126804	MEINEKE CAR CARE CENTER
Registration Number:	3126819	MEINEKE CAR CARE CENTER
Registration Number:	3207739	MEINEKE CAR CARE CENTER
Registration Number:	3338640	LIFE DOESN'T ALWAYS GIVE YOU OPTIONS. MEINEKE DOES.
Registration Number:	1965214	MEINEKE
Registration Number:	1154188	ECONO LUBE N' TUNE
Registration Number:	1122036	ECONOLUBE
Registration Number:	2326001	AUTOQUAL USA
Registration Number:	2331849	AUTOQUAL USA
Registration Number:	3347759	SEATPROS
Registration Number:	3330574	AUTOQUAL
Registration Number:	3292750	"OUR FACTORY LOOK IS THE DIFFERENCE!"
Registration Number:	3143289	DRIVE-N-STYLE
Registration Number:	3143288	DRIVE-N-STYLE
Registration Number:	3149736	CREATE YOUR OWN SPECIAL EDITION
Registration Number:	3248206	CREATE YOUR OWN SPECIAL EDITION
Registration Number:	3096649	WHEN FIRST IMPRESSIONS COUNT
Registration Number:	2802018	MARKETINGMATS USA
Registration Number:	2641639	DEALER MUST REMOVE PROTECTIVE COVER
Registration Number:	2641638	DEALER MUST REMOVE PROTECTIVE COVER
Registration Number:	2661301	DEALER MUST REMOVE PROTECTIVE COVER
Registration Number:	2387709	DEALER MUST REMOVE PROTECTIVE COVER

Registration Number:	3434492	DRIVENBRANDS
Serial Number:	77106988	LIFE DOESN'T ALWAYS GIVE YOU OPTIONS. MEINEKE DOES.
Serial Number:	77107005	LIFE DOESN'T ALWAYS GIVE YOU OPTIONS. MEINEKE DOES.
Serial Number:	77285498	THUMP BOWL
Serial Number:	77285503	THUMP BOWL
Serial Number:	77285505	THUMP BOWL
Serial Number:	78437015	AUTOQUAL
Serial Number:	78463334	SEAT-PRO

CORRESPONDENCE DATA

Fax Number: (704)339-3449
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: hcarpenter@rbh.com
Correspondent Name: Heather Carpenter, Paralegal
Address Line 1: c/o Robinson, Bradshaw & Hinson, P.A.
Address Line 2: 101 N. Tryon Street, Suite 1900
Address Line 4: Charlotte, NORTH CAROLINA 28246

ATTORNEY DOCKET NUMBER:	18878.00017
NAME OF SUBMITTER:	Heather Carpenter
Signature:	/Heather Carpenter/
Date:	10/22/2008

Total Attachments: 8
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**RELEASE OF SECURITY INTEREST
IN TRADEMARKS AND PATENT**

WHEREAS, MEINEKE CAR CARE CENTERS, INC., AERO-COLOURS, INC., ECONO-LUBE N'TUNE, INC., AQUA2 ACQUISITION, INC. and DRIVEN BRANDS, INC. (collectively, the "Pledgors") are the owners of (i) the trademarks and trademark applications listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office (the "USPTO") as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks") and (ii) the patent listed on Schedule B attached hereto, which patent is registered in the USPTO as set forth on Schedule B attached hereto (the "Patent");

WHEREAS, in order to secure certain indebtedness, the Pledgors entered into a Third Amended and Restated Second Lien Guaranty and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of July 31, 2008, in favor of Allied Capital Corporation, as administrative agent (the "Administrative Agent"), with offices at 1919 Pennsylvania Avenue, NW, Washington, DC 20006, and pursuant thereto executed and delivered (i) a Trademark Security Agreement (the "Trademark Assignment") as recorded in the USPTO on August 6, 2008 at Reel 003830, Frame 0513, pursuant to which the Pledgors granted to the Administrative Agent, according to the terms of the Security Agreement, a security interest in all of their right, title and interest in and to the Trademarks; and (ii) a Patent Security Agreement (the "Patent Assignment") as recorded in the USPTO on August 6, 2008 at Reel 021339, Frame 0749, pursuant to which the Pledgors granted to the Administrative Agent, according to the terms of the Security Agreement, a security interest in all of their right, title and interest in and to the Patent;

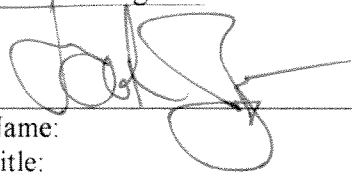
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent does hereby release and relinquish, and does hereby reassign to the Pledgors, or their successors or assigns, as applicable, without representation or warranty, all of the Administrative Agent's right, title and interest in and to the Trademarks and the Patent, and the respective use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks and the Patent, and does hereby agree that the filings of the Trademark Assignment and the Patent Assignment in the USPTO as aforesaid may each be removed of record.

Dated as of October 21, 2008.

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ALLIED CAPITAL CORPORATION,
as Administrative Agent

By:


Name:
Title:

Schedule A - Trademarks

1. REGISTERED TRADEMARKS

<u>Name of Owner</u>	<u>Jurisdiction / Type of Mark</u>	<u>Mark</u>	<u>Application or Registration No.</u>	<u>Issue or Filing Date</u>
Meineke Car Care Centers, Inc.	US Service Mark	Meineke and Design	Reg. No. 1,042,467	06/29/1976
Meineke Car Care Centers, Inc.	US Service Mark	Mine-A-Key	Reg. No. 1,191,431	03/02/1982
Meineke Car Care Centers, Inc.	US Trademark	Everlast & Design	Reg. No. 1,206,108	08/24/1982
Meineke Car Care Centers, Inc.	US Service Mark	Meineke	Reg. No. 1,207,483	09/07/1982
Meineke Car Care Centers, Inc.	US Service Mark	Meineke	Reg. No. 1,207,490	09/07/1982
Meineke Car Care Centers, Inc.	US Service Mark	Meineke & Design	Reg. No. 1,215,262	11/02/1982
Meineke Car Care Centers, Inc.	US Service Mark	Meineke	Reg. No. 1,241,466	06/07/1983
Meineke Car Care Centers, Inc.	US Service Mark	Meineke & Design	Reg. No. 1,268,145	02/21/1984
Meineke Car Care Centers, Inc.	US Service Mark	Meineke Discount Mufflers & Design	Reg. No. 1,268,264	02/21/1984
Meineke Car Care Centers, Inc.	US Service Mark	Say Mine-A-Key Meineke Discount Mufflers & Design	Reg. No. 1,268,265	02/21/1984
Meineke Car Care Centers, Inc.	US Trademark	Everlast	Reg. No. 1,283,288	06/26/1984
Meineke Car Care Centers, Inc.	US Service Mark	Meineke	Reg. No. 1,434,915	03/31/1987

Meineke Car Care Centers, Inc.	US Service Mark	Meineke (lower case)	Reg. No. 1,610,116	08/14/1990
Meineke Car Care Centers, Inc.	US Service Mark	Meineke	Reg. No. 1,620,331	10/30/1990
Meineke Car Care Centers, Inc.	US Trademark	Meineke Discount Mufflers	Reg. No. 2,022,824	12/17/1996
Meineke Car Care Centers, Inc.	US Trademark	meineke	Reg. No. 1,970,877	04/30/1996
Meineke Car Care Centers, Inc.	US Service Mark	Meineke University	Reg. No. 2,728,887	06/24/2003
Meineke Car Care Centers, Inc.	US Trademark	M.Key logo	Reg. No. 2,748,431	08/05/2003
Meineke Car Care Centers, Inc.	US Trademark (word mark)	M.Key	Reg. No. 2,803,550	01/06/2004
Meineke Car Care Centers, Inc.	US Trademark	YOU WON'T PAY A LOT, BUT YOU'LL GET A LOT	Reg. No. 2,913,294	12/21/2004
Aero-Colours, Inc.	US Service Mark	AERO COLOURS	Reg. No. 1,429,534	02/17/1987
Aero-Colours, Inc.	US Service Mark	AERO COLOURS	Reg. No. 1,748,877	01/26/1993
Meineke Car Care Centers, Inc.	US Service Mark	MEINEKE CAR CARE CENTER & Design	Reg. No. 2,956,651	05/31/2005
Meineke Car Care Centers, Inc.	US Service Mark	RIGHT SERVICE. RIGHT PRICE.	Reg. No. 2,979,521	07/26/2005
Meineke Car Care Centers, Inc.	US Service Mark	MEINEKE	Reg. No. 3,017,566	11/22/2005
Meineke Car Care Centers, Inc.	US Trademark	MEINEKE CAR CARE CENTER	Reg. No. 3,126,804	08/08/2006
Meineke Car Care Centers, Inc.	US Trademark	MEINEKE CAR CARE CENTER & Design	Reg. No. 3,126,819	08/08/2006

Meineke Car Care Centers, Inc.	US Trademark	MEINEKE CAR CARE CENTER & Design	Reg. No. 3,207,739	02/13/2007
Meineke Car Care Centers, Inc.	US Service Mark	LIFE DOESN'T ALWAYS GIVE YOU OPTIONS. MEINEKE DOES.	Reg. No. 3,338,640	11/20/2007
Meineke Car Care Centers, Inc.	US Trademark	MEINEKE	1,965,214	04/02/1996
Meineke Car Care Centers, Inc.	US Trademark	M.KEY MEINEKE BUSINESS SYSTEM	2,748,431	01/16/2002
Econo-Lube N'Tune, Inc.	US Trademark	Econo Lube N' Tune	Reg. No. 1,154,188	05/12/1981
Econo-Lube N'Tune, Inc.	US Trademark	ECONOLUBE	Reg. No. 1,122,036	07/10/1979
Aqua2 Acquisition, Inc.	US Trademark	AUTOQUAL USA	Reg. No. 2,326,001	03/07/2000
Aqua2 Acquisition, Inc.	US Trademark	AutoQual USA	Reg. No. 2,331,849	03/21/2000
Aqua2 Acquisition, Inc.	US Trademark	SEATPROS	Reg. No. 3,347,759	12/04/2007
Aqua2 Acquisition, Inc.	US Trademark	AUTOQUAL	Reg. No. 3,330,574	11/06/2007
Aqua2 Acquisition, Inc.	US Trademark	OUR FACTORY LOOK IS THE DIFFERENCE	Reg. No. 3,292,750	09/18/2007
Aqua2 Acquisition, Inc.	US Trademark	DRIVE-N-STYLE	Reg. No. 3,143,289	09/12/2006
Aqua2 Acquisition, Inc.	US Trademark	DRIVE-N-STYLE	Reg. No. 3,143,288	09/12/2006
Aqua2 Acquisition, Inc.	US Trademark	CREATE YOUR OWN SPECIAL EDITION	Reg. No. 3,149,736	09/26/2006
Aqua2 Acquisition, Inc.	US Trademark	CREATE YOUR OWN SPECIAL EDITION	Reg. No. 3,248,206	05/29/2007

Aqua2 Acquisition, Inc.	US Trademark	WHEN FIRST IMPRESSIONS COUNT	Reg. No. 3,096,649	05/23/2006
Aqua2 Acquisition, Inc.	US Trademark	MARKETINGMATS USA	Reg. No. 2,802,018	01/06/2004
Aqua2 Acquisition, Inc.	US Trademark	DEALER MUST MOVE PROTECTIVE COVER	Reg. No. 2,641,639	10/29/2002
Aqua2 Acquisition, Inc.	US Trademark	DEALER MUST MOVE PROTECTIVE COVER	Reg. No. 2,641,638	10/29/2002
Aqua2 Acquisition, Inc.	US Trademark	DEALER MUST MOVE PROTECTIVE COVER	Reg. No. 2,661,301	12/17/2002
Aqua2 Acquisition, Inc.	US Trademark	DEALER MUST MOVE PROTECTIVE COVER	Reg. No. 2,387,709	09/19/2000
Driven Brands, Inc.	US Trademark	DRIVENBRANDS	Reg. No. 3,434,492	05/27/2008

2. TRADEMARK APPLICATIONS

<u>Name of Owner</u>	<u>Jurisdiction / Type of Mark</u>	<u>Mark</u>	<u>Application or Registration No.</u>	<u>Issue or Filing Date</u>
Meineke Car Care Centers, Inc.	US Trademark	LIFE DOESN'T ALWAYS GIVE YOU OPTIONS. MEINEKE DOES.	Ser. No. 77/106,988	02/14/2007
Meineke Car Care Centers, Inc.	US Trademark	LIFE DOESN'T ALWAYS GIVE YOU OPTIONS. MEINEKE DOES.	Ser. No. 77/107,005	02/14/2007
Meineke Car Care Centers, Inc.	US Servicemark	THUMP BOWL	Ser. No. 77/285,498	09/21/2007
Meineke Car Care Centers, Inc.	US Servicemark	THUMP BOWL	Ser. No. 77/285,503	09/21/2007

Meineke Car Care Centers, Inc.	US Servicemark	THUMP BOWL	Ser. No. 77/285,505	09/21/2007
Aqua2 Acquisition, Inc.	US Trademark	AUTOQUAL	Ser. No. 78/437015	06/17/2004
Aqua2 Acquisition, Inc.	US Trademark	SEAT-PRO	Ser. No. 78/463,334	08/6/2004

Schedule B – Patent

REGISTERED PATENT: Registration No. 6,210,446, issued 04/03/2001