

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Gillett Evernham Motorsports, LLC		08/03/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	1525 W.T. Harris Blvd.
Internal Address:	Mail Code NC 0680
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28262
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2234947	44
Serial Number:	77636967	EVERNHAM MOTORSPORTS
Serial Number:	77309821	GEM
Serial Number:	77281384	AET ADVANCED ENGINE TECHNOLOGY
Serial Number:	77281201	EVERNHAM MOTORSPORTS
Serial Number:	77276393	ADVANCED ENGINE TECHNOLOGY
Serial Number:	77276374	OPEN WHEEL
Serial Number:	77276354	EVERNHAM ENGINES
Serial Number:	77276339	EVERNHAM PERFORMANCE PARTS
Serial Number:	77276317	GILLETT EVERNHAM MOTORSPORTS
Serial Number:	77276278	EVERNHAM MANAGEMENT
Serial Number:	77276233	EVERNHAM RACING

OP \$315.00 2234947

CORRESPONDENCE DATA

Fax Number: (919)416-8328
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	512485.005159 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	03/05/2009

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of August 3, 2007 (the "Security Agreement") by and among Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on the attached Schedule I to the Administrative Agent for the ratable benefit of the Lenders.

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GILLETT EVERNHAM MOTORSPORTS, LLC,
a Delaware limited partnership

By: 
Name:
Title:

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____
Name:
Title:

[Signature Page -- GEMS Notice of Grant of Security Interest]

TRADEMARK
REEL: 003947 FRAME: 0940

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

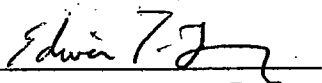
Very truly yours,

GILLET EVERNHAM MOTORSPORTS, LLC,
a Delaware limited partnership

By: _____
Name:
Title:

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: **Edwin T. Gray**
Title: **Director**

[Signature Page – GEMS Notice of Grant of Security Interest]

Schedule 1
U.S. Trademarks

Registered Marks

Mark	Date	Registration No.	Owner
44 (Registered trademark associated with category of use 41)	3/23/99	2234947	Gillett Evernham Motorsports, LLC

Pending Applications

Mark	Date Filed	Registration No.	Owner
GEM	10/22/07	77309821	Gillett Evernham Motorsports, LLC
AET	9/17/07	77281384	Gillett Evernham Motorsports, LLC
ADVANCED ENGINE TECHNOLOGY	9/11/07	77276393	Gillett Evernham Motorsports, LLC
EVERNHAM MOTORSPORTS	9/17/07	77281201	Gillett Evernham Motorsports, LLC
OPEN WHEEL	9/11/07	77276374	Gillett Evernham Motorsports, LLC
EVERNHAM ENGINES	9/11/07	77276354	Gillett Evernham Motorsports, LLC
EVERNHAM PERFORMANCE PARTS	9/11/07	77276339	Gillett Evernham Motorsports, LLC
GILLETT EVERNHAM MOTORSPORTS	9/11/07	77276317	Gillett Evernham Motorsports, LLC
EVERNHAM MANAGEMENT	9/11/07	77276278	Gillett Evernham Motorsports, LLC
EVERNHAM RACING	9/11/07	77276233	Gillett Evernham Motorsports, LLC
43 (New trademark application to be filed for categories of use 35 and 41)	[TBD]	[TBD]	Gillett Evernham Motorsports, LLC
EVERNHAM MOTORSPORTS	12/19/08	77636967	Gillett Evernham Motorsports, LLC