

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Stant Manufacturing Inc.		10/27/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Stant USA Corp.
Street Address:	1620 Columbia Avenue
City:	Connersville
State/Country:	INDIANA
Postal Code:	47331
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	1123205	
Registration Number:	3308929	INSTANT FILL
Registration Number:	0814866	LEV-R-VENT
Registration Number:	3385052	NEVER TOUCH YOUR GAS CAP AGAIN!
Registration Number:	1507054	PRE.VENT
Registration Number:	0299973	
Registration Number:	1179034	S
Registration Number:	1258459	STANT
Registration Number:	1258376	STANT
Registration Number:	1261641	STANT
Registration Number:	1815763	SUPERSTAT
Registration Number:	1638304	SWIV-EL
Registration Number:	3588592	XACTSTAT

CORRESPONDENCE DATA

900146974

**TRADEMARK
 REEL: 004091 FRAME: 0299**

CH \$340.00 1123205

Fax Number: (312)862-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-862-2000
Email: saumil.mehta@kirkland.com, christine.casey@kirkland.com
Correspondent Name: Kirkland & Ellis LLP
Address Line 1: 300 N. LaSalle Street, 28th Floor
Address Line 2: c/o Saumil Mehta
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	36052-122 CAC
NAME OF SUBMITTER:	Saumil Mehta
Signature:	/Saumil Mehta/
Date:	11/05/2009

Total Attachments: 5
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made and entered into as of October 27, 2009, ("Effective Date") by and between Stant Manufacturing Inc., a Delaware corporation with its principal office at 1620 Columbia Avenue, Connersville, Indiana 47331 ("Assignor"), and Stant USA Corp., a Delaware corporation, with its principal office at 1620 Columbia Avenue, Connersville, Indiana 47331, USA ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement dated September 18, 2009 (the "Agreement"); and

WHEREAS, the Agreement is approved pursuant to a Bankruptcy Order (I) Approving Asset Purchase Agreement And Authorizing The Sale Of The Debtor's Assets Outside The Ordinary Course Of Business, (II) Authorizing The Sale Of Assets Free And Clear Of All Liens, Claims, Encumbrances And Interests, (III) Authorizing The Assumption And Sale Of Assignment Of Certain Executory Contracts And Unexpired Leases And (IV) Granting Related Relief dated September 18, 2009; and

WHEREAS, pursuant to the Agreement, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, the United States trademark registrations set forth on the Schedule attached hereto, in each case, together with the goodwill of the business associated therewith (collectively, the "Marks"); and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee the entire right, title and interest in and to the Marks, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby requests the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner of the Marks.

Assignor represents and warrants that: (i) it is the sole and exclusive owner of the entire right, title and interest in and to the Marks (including the corresponding rights set forth above), free and clear of any liens, security interests or other encumbrances; (ii) it has the full right and authority to execute this Assignment and to assign to Assignee the rights assigned herein; and (iii) it has not executed, and will not execute, any agreement or other instrument in conflict herewith.

Assignor shall take all further actions, and provide to Assignee, Assignee's successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all affidavits, declarations, oaths, testimony, samples, exhibits, specimens, assignments, powers of attorney or other documentation), reasonably

requested by Assignee and at Assignee's sole cost and expense, to more fully and effectively effectuate the purposes of this Assignment.

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IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as of the Effective Date.

STANT MANUFACTURING INC.

By: Marlon Bailey

Name: MARLON J BAILEY

Title: PRESIDENT & CEO

STANT USA CORP.

By: [Signature]

Name: Lewis Schoenwetter

Title: VP, Asst. Secretary & Asst. Treasury

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

Mark	Jurisdiction	Serial No./Filing Date	Reg. No./Reg Date	Current Owner
CARTON/BOX COLOR ARRANGEMENT DESIGN	U.S.	73/132186 6/29/1977	1123205 7/31/1979	Stant Manufacturing Inc.
INSTANT FILL	U.S.	78/728233 10/6/2005	3308929 10/9/2007	Stant Manufacturing Inc.
LEV-R-VENT	U.S.	72/223465 7/15/1965	0814866 9/13/1966	Stant Manufacturing Inc.
NEVER TOUCH YOUR GAS CAP AGAIN!	U.S.	77/217893 6/28/2007	3385052 2/19/2008	Stant Manufacturing Inc.
PRE-VENT	U.S.	73/716337 3/14/1988	1507054 10/4/1988	Stant Manufacturing Inc.
RED CIRCLE DESIGN	U.S.	71/326963 5/7/1932	0299973 1/3/1933	Stant Manufacturing Inc.
S	U.S.	73/295720 2/5/1981	1179034 11/24/1981	Stant Manufacturing Inc.

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Mark	Jurisdiction	Serial No./Filing Date	Reg. No./Reg. Date	Current Owner
STANT	U.S.	73/374218 7/12/1982	1258459 11/22/1983	Stant Manufacturing Inc.
STANT	U.S.	73/374220 7/12/1982	1258376 11/22/1983	Stant Manufacturing Inc.
STANT	U.S.	73/365503 5/20/1982	1261641 12/20/1983	Stant Manufacturing Inc.
SUPERSTAT	U.S.	74/378029 4/9/1993	1815763 1/11/1994	Stant Manufacturing Inc.
SWIV-EL	U.S.	74/063518 5/29/1990	1638304 3/19/1991	Stant Manufacturing Inc.
XACTSTAT	U.S.	77/375626 1/18/2008	3588592 3/10/2009	Stant Manufacturing Inc.

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