

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
Wells Fargo Foothill, Inc. (as agent under agreement recorded at Reel/Frame No. 3521/0263)		01/29/2010	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	TB Wood's Enterprises, Inc.
Street Address:	1011 Centre Road
Internal Address:	Suite 322
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19805
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	0646423	SURE-GRIP
Registration Number:	0645415	SURE GRIP
Registration Number:	0676279	ROTO CONE
Registration Number:	0668649	SURE-FLEX
Registration Number:	0859263	ROTO-CAM
Registration Number:	0859264	DISC-O-TORQUE
Registration Number:	1001969	ULTRA-V
Registration Number:	1001970	ULTRA-V
Registration Number:	1070167	U-TROL
Registration Number:	1109150	SURE-GRIP
Registration Number:	1116828	DURA-FLEX
Registration Number:	1164393	BRAKETRON

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Registration Number:	1361466	FIRST IN COUPLINGS
Registration Number:	1409209	DECK
Registration Number:	2059245	W TB WOOD'S
Registration Number:	2191918	POOLE
Registration Number:	2152362	FORM-FLEX
Registration Number:	2152364	TRUETUBE
Registration Number:	2152365	VAR-A-CONE
Registration Number:	2152366	NLS
Registration Number:	2165737	ALL-PRO
Registration Number:	2801090	WOOD'S@WORK
Registration Number:	2723745	QT POWER CHAIN
Registration Number:	2991827	SPEEDLIGN

CORRESPONDENCE DATA

Fax Number: (248)203-0763
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (248) 203-0822
Email: ipmail@dykema.com
Correspondent Name: William F. Kolakowski
Address Line 1: 39577 Woodward Avenue
Address Line 2: Suite 300
Address Line 4: Bloomfield Hills, MICHIGAN 48304

ATTORNEY DOCKET NUMBER:	065412-0999
NAME OF SUBMITTER:	William F. Kolakowski III
Signature:	/William F. Kolakowski III/
Date:	02/11/2010

Total Attachments: 5
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This release of security interest is executed by Wells Fargo Foothill, Inc. (a) in its capacity as administrative agent ("Agent") for itself and for the lenders ("Lenders") that are party to the Credit Agreement dated November 30, 2004 (as amended, restated, supplemented or otherwise modified from time to time, "Credit Agreement") with Altra Industrial Motion, Inc. and certain of its subsidiaries (collectively, "Borrowers"), (b) in its capacity as administrative agent under the Security Agreement dated November 30, 2004 (as amended, restated, supplemented or otherwise modified from time to time, "Security Agreement") between the Borrowers, other subsidiaries of Altra Industrial Motion, Inc. (together with the Borrowers, "Grantors"), and the Agent, and (c) in its capacity as administrative agent under the Trademark Security Agreement dated April 5, 2007 (as amended, restated, supplemented or otherwise modified from time to time) between the Grantors and Agent and recorded in the U.S. Patent and Trademark Office on April 12, 2007 at Reel 3521, Frame 0263 ("Trademark Security Agreement").

WHEREAS, pursuant to the Credit Agreement, the Security Agreement and the Trademark Security Agreement, the Grantors granted to the Agent a security interest in certain of the Grantors' trademarks ("Trademarks"), including the trademarks owned by the companies listed on Schedule A and set forth on Schedule B; and

WHEREAS, Grantors and Agent now wish to provide a document suitable for recording in the United States Patent and Trademark Office for purposes of recording the release, relinquishment and discharge of the Agent's security interest in the Trademarks;

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the Agent, for itself and for the Lenders, hereby relinquishes, releases and discharges its security interest in the Trademarks conveyed to Agent pursuant to the Credit Agreement, Security Agreement, Trademark Security Agreement and/or any other agreement, and Agent hereby reassigns any and all such right, title and interest that it may have in the Trademarks, the goodwill associated with the Trademarks, all rights to sue at law or in equity for any infringement or other impairment of the Trademarks including any past infringement or other impairment, including the right to receive all proceeds and damages thereof, and any other right, title and interest Agent may still have in the Trademarks to Grantors. Agent further agrees to execute and deliver to Grantors any and all further documents or instruments and do any and all further acts which Grantors (or Grantors' agents or designees) reasonably request, all at the sole expense of Grantors, in order to confirm Grantors' right, title and interest in and to the Trademarks, and that Agent makes no further claim to any right, title or interest in or to any of the Trademarks.

Schedule A

T.B. Wood's Enterprises, Inc.

SCHEDULE B

<u>Registration No.</u>	<u>Registration Date</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Mark</u>
646,423	06/04/1957	71/575,508	03/15/1949	SURE-GRIP
645,415	05/14/1957	71/640,418	01/06/1953	SURE GRIP & Design
676,279	03/31/1959	72/015,359	09/10/1956	ROTO CONE
668,649	10/21/1958	72/043,720	01/09/1958	SURE-FLEX & Design
859,263	10/29/1968	72/285,223	11/20/1967	ROTO-CAM
859,264	10/29/1968	72/285,224	11/20/1967	DISC-O-TORQUE
1,001,969	01/21/1975	73/001,734	10/09/1973	ULTRA-V
1,001,970	01/21/1975	73/003,203	10/10/1973	ULTRA-V
1,070,167	07/26/1977	73/104,511	10/26/1976	U-TROL
1,109,150	12/19/1978	73/136,699	08/08/1977	SURE-GRIP
1,116,828	04/24/1979	73/158,649	02/13/1978	DURA-FLEX
1,164,393	08/11/1981	73/254,657	03/19/1980	BRACKETRON
1,361,466	09/24/1985	73/526,310	03/11/1985	FIRST IN COUPLINGS
1,409,209	09/16/1986	73/581,633	02/07/1986	DECK & Design
2,059,245	05/06/1997	75/107,136	05/20/1996	W TB WOOD'S & Design

2,191,918	09/29/1998	75/251,697	02/28/1997	POOLE
2,152,362	04/21/1998	75/273,175	04/11/1997	FORM-FLEX
2,152,364	04/21/1998	75/273,177	04/11/1997	TRUETUBE
2,152,365	04/21/1998	75/273,180	04/11/1997	VAR-A-CONE
2,152,366	04/21/1998	75/273,181	04/11/1997	NLS
2,165,737	06/16/1998	75/290,731	05/12/1997	ALL-PRO
2,801,090	12/30/2003	76/402,992	05/02/2002	WOOD'S@WORK
2,723,745	06/10/2003	76/403,299	05/02/2002	QT POWER CHAIN
2,991,827	09/06/2005	78/350,700	01/12/2004	SPPEDLIGN

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