

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		SECURITY INTEREST	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Pep Boys Manny Moe & Jack of California		07/26/2011	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A.		
Street Address:	100 Federal Street, 9th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3749429	DOES EVERYTHING. FOR LESS.	
Registration Number:	3970422	PEPBOYS AUTO	
Serial Number:	85226281	TREADSMART	
Registration Number:	3802846	WHEN THE LIGHT COMES ON, JUST COME IN.	
CORRESPONDENCE DATA			
Fax Number:	(302)636-5454		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	800-927-9801 x2348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Co.- J. Paterson		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	860401		
NAME OF SUBMITTER:	Jean Paterson		

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Signature:	/jep/
Date:	07/27/2011
Total Attachments: 5 source=7-27-11 Pep Boys-TM#page1.tif source=7-27-11 Pep Boys-TM#page2.tif source=7-27-11 Pep Boys-TM#page3.tif source=7-27-11 Pep Boys-TM#page4.tif source=7-27-11 Pep Boys-TM#page5.tif	

July 26, 2011

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, THE PEP BOYS MANNY MOE & JACK OF CALIFORNIA, a California corporation with an address at 3111 W. Allegheny Avenue, Philadelphia, PA 19132 (the "Grantor") hereby grants to BANK OF AMERICA, N.A. as Collateral Agent for certain lenders (in such capacity, the "Collateral Agent"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in that certain Amended and Restated Credit Agreement between, among others, the Grantor and the Collateral Agent, dated as of July 26, 2011 (as amended, modified, restated and/or supplemented from time to time, the "Credit Agreement").

This Grant has been granted in conjunction with the security interest granted to the Collateral Agent under that certain Security Agreement dated as of January 16, 2009 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Collateral Agent with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned has executed this Grant as of the date first written above.

GRANTOR:

**THE PEP BOYS MANNY, MOE & JACK
OF CALIFORNIA**

By: Bernard K. McElroy
Name: Bernard K. McElroy
Title: Vice President - Finance & Treasurer

COLLATERAL AGENT:

BANK OF AMERICA, N.A.

By: _____
Name: David Vega
Title: Managing Director

Signature Page to Trademark Grant

IN WITNESS WHEREOF, the undersigned has executed this Grant as of the date first written above.

GRANTOR:

**THE PEP BOYS MANNY, MOE & JACK
OF CALIFORNIA**

By: _____
Name: Bernard K. McElroy
Title: Vice President – Finance & Treasurer

COLLATERAL AGENT:

BANK OF AMERICA, N.A.

By: David Vega
Name: David Vega
Title: Managing Director

Signature Page to Trademark Grant

SCHEDULE A

<u>Trademarks</u>	<u>Registration Date</u>	<u>Status</u>	<u>Serial Number / Registration Number</u>
DOES EVERYTHING FOR LESS.	February 16, 2010	Registered	77776913 / 3749429
PEPBOYS AUTO	May 31, 2011	Registered	85147652 / 3970422
TreadSmart	(filing date – January 26, 2011)	Pending	85226281 / N/A
WHEN THE LIGHT COMES ON, JUST COME IN.	June 15, 2010	Registered	77854286 / 3802846