

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet 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 |
|-----------------------------------|----------|----------------|-----------------------|
| High Performance Industries, Inc. | | 12/09/2011 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|--------------------------|
| Name: | Demon Fuel Systems, Inc. |
| Street Address: | 1801 Russellville Road |
| City: | Bowling Green |
| State/Country: | KENTUCKY |
| Postal Code: | 42101 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 28

| Property Type | Number | Word Mark |
|----------------------|----------|--|
| Serial Number: | 76708538 | BAD MAN |
| Serial Number: | 76708517 | BARRY GRANT |
| Serial Number: | 76708766 | BG 400 BARRY GRANT FUEL SYSTEMS |
| Serial Number: | 76708540 | BG 400 FUEL SYSTEMS |
| Registration Number: | 3556041 | BG BARRY GRANT FUEL SYSTEMS |
| Serial Number: | 76708541 | BG FUEL SYSTEMS |
| Serial Number: | 76708364 | DEMON |
| Serial Number: | 76708765 | DEMON CARBURETION |
| Registration Number: | 2368810 | DEMON CARBURETION CARBURETION INNOVATION.. .NOTHING ELSE! |
| Registration Number: | 2998261 | IDLE-EZE |
| Serial Number: | 76708362 | KING DEMON |
| Registration Number: | 2442018 | NITROUS WORKS |
| Serial Number: | 76708366 | MIGHTY DEMON |
| Serial Number: | 76708759 | NITROUS WORKS |

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|----------------------|----------|------------------------|
| Registration Number: | 2425428 | POWER WING |
| Serial Number: | 76708764 | POWERFUEL ADVANTAGE |
| Serial Number: | 76708367 | RACE DEMON |
| Serial Number: | 76708542 | REACTION-TIME |
| Registration Number: | 2436559 | RED RELEASE |
| Serial Number: | 76708363 | ROAD DEMON |
| Serial Number: | 76708767 | ROAD DEMON JR |
| Serial Number: | 76708760 | SIX SHOOTER |
| Serial Number: | 76708365 | SPEED DEMON |
| Serial Number: | 76708768 | THE BILLET ATOMIZER |
| Registration Number: | 2023390 | THE POWERFUEL SYSTEMS! |
| Serial Number: | 76708539 | TRACK-MASTER |
| Serial Number: | 76708761 | TRIPLE D INDUCTION |
| Registration Number: | 2196512 | VFI |

CORRESPONDENCE DATA

Fax Number: (214)756-8570
Phone: 214-740-8570
Email: ssapp@lockelord.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Stephen L. Sapp, Esq.
Address Line 1: 2200 Ross Avenue, Suite 2200
Address Line 4: Dallas, TEXAS 75201-6776

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|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 0100903.00001 |
| NAME OF SUBMITTER: | Stephen L. Sapp |
| Signature: | /Stephen L. Sapp/ |
| Date: | 12/09/2011 |

Total Attachments: 3
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FEDERAL TRADEMARK ASSIGNMENT

WHEREAS, High Performance Industries, Inc., a Delaware corporation, having its principal offices at 1801 Russellville Road, Bowling Green, Kentucky 42101 ("Assignor"), is the owner of all right, title and interest in and to the Trademarks listed on Exhibit A (collectively, the "Trademarks"), which Trademarks have been registered with the United States Patent and Trademark Office ("USPTO") or are applications pending registration as indicated thereon; and

WHEREAS, Demon Fuel Systems, Inc., a Delaware corporation, having its principal offices at 1801 Russellville Road, Bowling Green, Kentucky 42101 ("Assignee"), is desirous of acquiring all right, title, and interest of Assignor in and to the Trademarks and in and to any registrations, renewals, and extensions that may be granted thereon, and in each case together with the goodwill of the business connected therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and conveyed, and by these presents hereby sells, assigns, transfers, conveys, and delivers to Assignee all of Assignor's right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the right, if any, of Assignor to recover for damages and profits for past infringements of the Trademarks.

The Commissioner of Patents and Trademarks is requested to direct any correspondence after the date hereof to Assignee, in each case, c/o Stephen L. Sapp, Esq., Locke Lord LLP, 2200 Ross Avenue, Suite 2200, Dallas, Texas 75201-6776 (phone 214-740-8570; fax 214-756-8570).

This Assignment is binding upon Assignor and its successors and assigns and shall inure to the benefit of Assignee and its successors and assigns.

Signed this 9th day of December, 2011.

HIGH PERFORMANCE INDUSTRIES, INC.
a Delaware corporation

By: Stephen Trussell
Name: Stephen Trussell
Title: V.P. of Finance

EXHIBIT A

| <u>MARK</u> | <u>REGISTRATION NO./APPLICATION SERIAL NO.</u> | <u>REGISTRATION/ APPLICATION DATE</u> |
|---|---|--|
| BAD MAN | 76/708,538 | July 29, 2011 |
| BARRY GRANT (stylized) | 76/708,517 | July 27, 2011 |
| BG 400 BARRY GRANT FUEL SYSTEM | 76708,766 | August 17, 2011 |
| BG 400 FUEL SYSTEMS & DESIGN | 76/708,540 | July 29, 2011 |
| BG BARRY GRANT FUEL SYSTEMS & DESIGN | 3,556,041 | January 6, 2009 |
| BG FUEL SYSTEMS & DESIGN | 76/708,541 | July 29, 2011 |
| DEMON | 76/708,364 | July 15, 2011 |
| DEMON CARBURETION & DESIGN | 76/708,765 | August 17, 2011 |
| DEMON CARBURETION CARBURETION INNOVATION.. .NOTHING ELSE! | 2,368,810 | July 18, 2000 |
| IDLE-EZE | 2,998,261 | September 20, 2005 |
| KING DEMON | 76/708,362 | July 15, 2011 |
| MIGHTY DEMON | 76/708,366 | July 15, 2011 |
| NITROUS WORKS | 2,442,018 | April 10, 2001 |
| NITROUS WORK & DESIGN | 76/708,759 | August 17, 2011 |

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|------------------------|------------|-------------------|
| POWER WING | 2,425,428 | January 30, 2001 |
| POWERFUEL ADVANTAGE | 76/708,764 | August 17, 2011 |
| RACE DEMON | 76/708,367 | July 15, 2011 |
| REACTION-TIME | 76/708,542 | July 29, 2011 |
| RED RELEASE | 2,436,559 | March 20, 2001 |
| ROAD DEMON | 76/708,363 | July 15, 2011 |
| ROAD DEMON JR & DESIGN | 76/708,767 | August 17, 2011 |
| SIX SHOOTER | 76/708,760 | August 17, 2011 |
| SPEED DEMON | 76708,365 | July 15, 2011 |
| THE BILLET ATOMIZER | 76/708,768 | August 17, 2011 |
| THE POWERFUEL SYSTEMS! | 2,023,390 | December 17, 1996 |
| TRACK-MASTER | 76/708,539 | July 29, 2011 |
| TRIPLE D INDUCTION | 76/708,761 | August 17, 2011 |
| VFI | 2,196,512 | October 13, 1998 |

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