

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Trademark Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
All Balls Racing, Inc.		08/01/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Associated Bank		
Street Address:	330 East Kilbourn Avenue		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53202		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3969715	ALL BALLS	
Registration Number:	2893698	ALL BALLS RACING	
CORRESPONDENCE DATA			
Fax Number:	4142735198		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	414-273-3500		
Email:	bgilpin@gklaw.com		
Correspondent Name:	Brian G. Gilpin; Godfrey & Kahn, S.C.		
Address Line 1:	780 N. Water Street		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	003612-0043		
NAME OF SUBMITTER:	Brian G. Gilpin		
Signature:	/Brian G. Gilpin/		

CH \$65.00 3969715

Date:

08/03/2012

Total Attachments: 2

source=notice#page1.tif

source=notice#page2.tif

**NOTICE OF TRADEMARK SECURITY INTEREST**  
(FOR RECORDATION PURPOSES)

This Notice of Trademark Security Interest, dated as of August 1, 2012, is made with regard to All Balls Racing, Inc., a Delaware corporation ("Borrower"), having an address for notice at 3787 45<sup>th</sup> Avenue NE, Suite 250, Blaine, Minnesota, 55014 and Associated Bank, National Association, as Administrative Agent ("Agent"), having an address for notice at 330 East Kilbourn Avenue, Milwaukee WI 53202, and certain lenders.

R E C I T A L S:

The Borrower and its affiliates, AEP Holdings, Inc., Arrowhead Electrical Products, Inc., and DB Electrical, Inc. (collectively, the "Borrowers"), the Agent and the lending financial institutions named therein (the "Lenders") are parties to an Amended and Restated Credit Agreement dated as of August 1, 2012 (as the same may hereafter be amended, supplemented or restated from time to time, the "Loan Agreement") setting forth the terms on which the Lenders may now or hereafter make certain loans or other financial accommodations to or for the account of the Borrowers. The obligations of the Borrowers are secured by substantially all personal property of the Borrowers, including, without limitation, certain trademarks of Borrower, pursuant to the terms of an Amended and Restated Security Agreement among the Borrowers and the Agent dated as of August 1, 2012 (the "Security Agreement").

ACCORDINGLY, in consideration of the mutual covenants contained in the Loan Agreement, and herein, the undersigned gives notice as follows:

Pursuant to the terms of the Security Agreement, Borrower has granted a security interest in favor of the Lender in and with respect to the entire right, title, and interest of Borrower in the trademarks identified in the attached schedule (the "Trademarks"), together with the goodwill of the business symbolized by said Trademarks.

IN WITNESS WHEREOF, the undersigned has executed this Notice of Trademark Security Agreement as of the date written above.

ASSOCIATED BANK, NATIONAL  
ASSOCIATION, as Administrative Agent

By: \_\_\_\_\_  
Daniel Holzhauser, Senior Vice President

STATE OF WISCONSIN     )  
  )  
COUNTY OF MILWAUKEE )

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of August, 2012, by Daniel Holzhauser, Senior Vice President of Associated Bank, National Association, on behalf of the association.



*Shauna Kilgas*  
\_\_\_\_\_  
Notary Public, State of Wisconsin  
My commission 1/31/2014

SCHEDULE

UNITED STATES TRADEMARKS

<b>Application/Serial No.</b>	<b>Registration No.</b>	<b>Mark</b>
76/166,813	3,969,715	All Balls
85/132,596	2,893,698	All Balls Racing