

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Affinia Canada ULC		11/13/2012	unlimited liability company: ALBERTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Brake Parts Inc LLC		
<b>Street Address:</b>	4400 Prime Parkway		
<b>City:</b>	McHenry		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60050		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1464501	BRAKE-PRO	
Registration Number:	3161658	BRAKEPRO	
Registration Number:	3375903	CCM	
Registration Number:	1809026	CM	
Registration Number:	1807355	CM 18	
Registration Number:	1807354	INTEGRABLOK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7344184279		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	7344184278		
<b>Email:</b>	tmdocketing@honigman.com		
<b>Correspondent Name:</b>	Jennifer Sheehan Anderson		
<b>Address Line 1:</b>	39400 Woodward Ave., Suite 101		
<b>Address Line 4:</b>	Bloomfield hills, MICHIGAN 48304		

CH \$165.00 1464501

ATTORNEY DOCKET NUMBER:	215407-324609 (6 MARKS)
NAME OF SUBMITTER:	Jennifer Sheehan Anderson
Signature:	/Jennifer Sheehan Anderson/
Date:	11/15/2012
<b>Total Attachments: 3</b> source=Affinia Canada ULC Trademark assignment to BPILLC 11-13-2012#page1.tif source=Affinia Canada ULC Trademark assignment to BPILLC 11-13-2012#page2.tif source=Affinia Canada ULC Trademark assignment to BPILLC 11-13-2012#page3.tif	

TRADEMARK ASSIGNMENT

Effective November 13, 2012, AFFINIA CANADA ULC, an Alberta unlimited liability company at 6860 Century Avenue, Suite 2002, Mississauga, Ontario, Canada ("Assignor"), wishes to assign to BRAKE PARTS INC LLC, a Delaware limited liability company at 4400 Prime Parkway, McHenry, Illinois 60050 USA, ("Assignee") the entire right, title and interest in and to the trademark(s) on attached Schedule A (collectively, the "Trademark Rights").

Any and all rights and privileges provided under the trademark and other laws of the United States, Canada, Colombia, Guatemala, Russia and the individual states thereof and jurisdictions foreign thereto with respect to the foregoing; the GOODWILL of the business in which the mark is used; and any and all renewals thereof, together with the right to bring suit and collect for past infringements thereof; and

In view of the payment of Ten dollars and 00/100 (\$10.00), and other legally sufficient and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor DOES HEREBY assign and transfer to Assignee, any and all right, title and interest in and to the Trademark Rights.

Assignor shall, without further consideration, execute any additional documents as may be reasonably requested by Assignee to prove and record this Assignment.

This Assignment and all terms hereof shall be binding upon and inure to the benefit of the parties and their respective heirs, personal and legal representatives, successors and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date set forth below.

**AFFINIA CANADA ULC**

**BRAKE PARTS INC LLC**

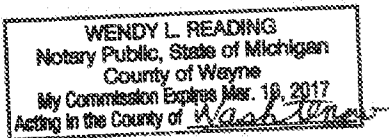
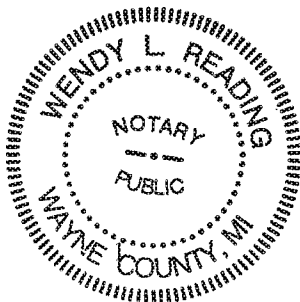
Thomas H. Madden  
Thomas H. Madden, Treasurer  
Ann Arbor, Michigan, U.S.A.  
Date: November 13, 2012

Edmund T. LaCross  
Edmund T. LaCross, Vice President, Tax  
Ann Arbor, Michigan, U.S.A.  
Date: November 13, 2012

State of Michigan :  
:s.s.  
County of Washtenaw:

Sworn and subscribed before me this <sup>13th</sup> day of November 2012, by Edmund T. LaCross Vice President, Tax of Brake Parts Inc LLC.

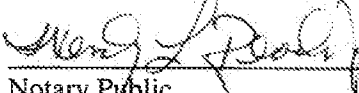
Wendy L. Reading  
Notary Public



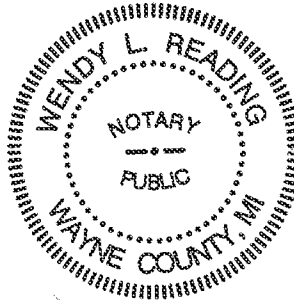
TRADEMARK ASSIGNMENT

State of Michigan :  
                          :s.s.  
County of Washtenaw:

Sworn and subscribed before me this 13th day of November 2012, by Thomas H. Madden, Treasurer of Affinia Canada ULC.

  
Notary Public

WENDY L. READING  
Notary Public, State of Michigan  
County of Wayne  
My Commission Expires Mar. 10, 2017  
Acting in the County of *Washtenaw*



TRADEMARK ASSIGNMENT

**Schedule A**

<b>Country</b>	<b>Mark</b>	<b>Appl/Reg. No.</b>	<b>Appl./Reg. Date</b>	<b>Status</b>
Canada	BRAKEPRO	TMA638492	04/27/2005	Registered
Canada	BRAKEPRO & Design	TMA649111	09/27/2005	Registered
Canada	CANADIAN METALLIC	TMA590036	09/17/2003	Registered
Canada	CCM	TMA754787	12/08/2009	Registered
Canada	CM	TMA437586	12/30/1994	Registered
Canada	CM 18	TMA437587	12/30/1994	Registered
Canada	INTEGRABLOK	TMA433401	09/16/1994	Registered
Canada	IPI & Design	TMA292704	07/06/1984	Registered
Canada	SUPER STOP	TMA294340	08/24/1984	Registered
Canada	SUPER STOP & Design	TMA346512	10/14/1988	Registered
Canada	TRUCK TRAIN PRODUCTS & Design	TMA326809	04/24/1987	Registered
Colombia	INTEGRABLOCK	423939	04/26/2011	Registered
Guatemala	INTEGRABLOCK	2010-6212	08/27/2010	Pending
Russia	INTEGRABLOCK	2010726557	08/17/2010	Pending
United States	BRAKE-PRO	1,464,501	11/10/1987	Registered
United States	BRAKEPRO & Design	3,161,658	10/24/2006	Registered
United States	CCM	3,375,903	01/29/2008	Registered
United States	CM	1,809,026	12/07/1993	Registered
United States	CM 18	1,807,355	11/30/1993	Registered
United States	INTEGRABLOK	1,807,354	11/30/1993	Registered