

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
Take 5 Oil Change, L.L.C.		11/30/2011	LIMITED LIABILITY COMPANY: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	CapitalSouth Partners SBIC Fund III, L.P.		
Street Address:	4201 Congress Street, Suite 360		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28209		
Entity Type:	LIMITED PARTNERSHIP: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85618248	TAKE 5 OIL CHANGE HOME OF THE 5-MINUTE OIL CHANGE	
CORRESPONDENCE DATA			
Fax Number:	7043393449		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7043778149		
Email:	swarfield@rbh.com		
Correspondent Name:	Suzanne Warfield		
Address Line 1:	101 N. Tryon Street, Suite 1900		
Address Line 4:	Charlotte, NORTH CAROLINA 28246		
ATTORNEY DOCKET NUMBER:	14574.00042		
NAME OF SUBMITTER:	Suzanne Warfield		
Signature:	/Suzanne Warfield/		

CH \$40.00 85618248

Date:

12/28/2012

Total Attachments: 2

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**GRANT OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, Take 5 Oil Change, L.L.C. (the "Pledgor") is the owner of the trademark applications and registrations listed on Schedule A attached hereto (all such trademarks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, the Pledgor has entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of November 30, 2011, in which the Pledgor has agreed with CapitalSouth Partners SBIC Fund III, L.P., as Collateral Agent (the "Collateral Agent"), with offices at 4201 Congress Street, Suite 360, Charlotte, NC 28209, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Collateral Agent a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Collateral Agent under the Security Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

TAKE 5 OIL CHANGE, L.L.C.

By: _____

Title: President, Chief Executive Officer

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Owner	Mark	Application or Registration No.	Country	Issue or Filing Date
Take 5 Oil Change, L.L.C.		U.S. Appl. No. 85/618,248	U.S.	May 7, 2012
Take 5 Oil Change, L.L.C.		Mexican Appl. No. 1312731	Mexico	September 27, 2012
Take 5 Oil Change, L.L.C.		Canadian Appl. No. 1595795	Canada	September 26, 2012
Take 5 Oil Change, L.L.C.	TAKE 5 OIL CHANGE	Mexican Appl. No. 1312735	Mexico	September 27, 2012
Take 5 Oil Change, L.L.C.	TAKE 5 OIL CHANGE	Canadian Appl. No. 1596211	Canada	September 28, 2012