

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
Arrowhead Electrical Products		12/31/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Associated Bank, National Association		
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:	3980703		
Registration Number:	4174783	TRAC HEAVY-DUTY FILTERS	
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:	003672-0043		
NAME OF SUBMITTER:	Brian G. Gilpin		
Signature:	/Brian G. Gilpin/		

Date:

01/09/2013

Total Attachments: 2

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NOTICE OF TRADEMARK SECURITY INTEREST
(FOR RECORDATION PURPOSES)

This Notice of Trademark Security Interest, dated as of December 31, 2012, is made with regard to Arrowhead Electrical Products, a Delaware corporation ("Borrower"), having an address for notice at 3787 45th 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 amended as of the date hereof, (as the same may hereafter be further 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 Holzhauer, Senior Vice President


STATE OF WISCONSIN)
)
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 27th day of December, 2012, by Daniel Holzhauer, Senior Vice President of Associated Bank, National Association, on behalf of the association.


Notary Public, State of Wisconsin
My commission 10/27/2013

SCHEDULE

UNITED STATES TRADEMARKS

Trademark	Trademark Number	Issue Date
	3980703	June 21, 2011
TRAC HEAVY-DUTY FILTERS	4174783	July 17, 2012