

**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>
Colorado Components Ltd.		12/26/2012	LIMITED LIABILITY COMPANY:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	TGC Components LLC		
<b>Street Address:</b>	20 William Street, Suite 250		
<b>City:</b>	Wellesley		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02481		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: UNITED STATES		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3729526	MOTOGRIIP	
Registration Number:	3092702	MOTOSPORT ALLOYS	
Registration Number:	3304846	EFX	
<b>CORRESPONDENCE DATA</b>			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	5082516002		
Email:	sherry@sherrycountrymanlaw.com		
Correspondent Name:	Sherry L Countryman		
Address Line 1:	65 Main Street		
Address Line 4:	Southborough, MASSACHUSETTS 01772		
<b>NAME OF SUBMITTER:</b>	Sherry L. Countryman		
<b>Signature:</b>	/Sherry L. Countryman/		

OP \$90.00 3729526

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**TRADEMARK**  
 REEL: 004940 FRAME: 0929

Date:

01/11/2013

**Total Attachments: 4**

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**TRADEMARK ASSIGNMENT**

WHEREAS, Colorado Components Ltd., a Colorado limited liability company with offices at 830 S. 12<sup>th</sup> Street, Grand Junction, CO 81501 (the *Assignor*), has adopted, is using and is the owner of the right, title, interest and goodwill in and to the trademarks identified in Exhibit 1 attached hereto (the *Marks*) and the U.S. Federal Trademark Registration and/or the Colorado State registrations associated with such Marks (collectively, the *Registrations*); and

WHEREAS, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor desires to sell, transfer, assign and set over unto TGC Components LLC, a Delaware limited liability company with offices at c/o Gemini Investors, 20 William Street, Suite 250, Wellesley, Massachusetts 02481 (the *Assignee*), all rights, title and interest of the Assignor in and to the Marks, the Registrations and all goodwill associated therewith;

NOW, THEREFORE, the Assignor does hereby sell, assign, transfer and set over unto the Assignee, its successors and assigns, the entire and exclusive right, title and interest in and to: (i) the Marks, (ii) the Registrations, (iii) the goodwill of the business symbolized by and associated with the Marks and the Registrations thereof, and (iv) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringement or dilution of or damage or injury to the Marks or the Registrations thereof or such associated goodwill. The Assignor further agrees to execute and have executed all documents, instruments and papers and to perform all acts, without any further consideration but at the cost and expense of the Assignee, as deemed reasonably necessary by the Assignee to perfect in the Assignee the foregoing rights, title and interests, including the execution of any related domestic or foreign application documents.

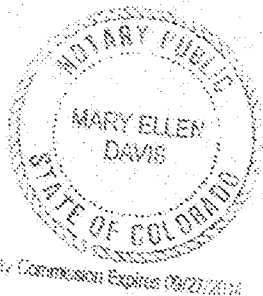
IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this Trademark Assignment, as an instrument under seal on this 26 day of December, 2012.

Colorado Components Ltd.

By: *Benjamin P. Johnson*  
Name: Benjamin P. Johnson  
Title: President and Manager

STATE OF COLORADO  
COUNTY OF Wagon ss.

On this the 26<sup>th</sup> day of December, 2012, before me appeared Benjamin P. Johnson, the person who signed this instrument, who acknowledged that he signed such instrument as his free act and deed.



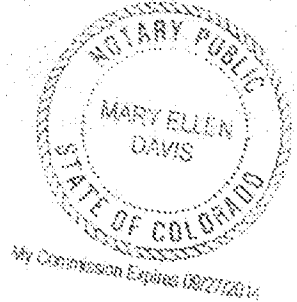
*Mary Ellen Davis*  
Notary Public  
My commission expires: 8/27/2014

STATE OF COLORADO )  
 ) ss.  
COUNTY OF Mesa )

On this the 26<sup>th</sup> day of December, 2012, before me, the undersigned, personally appeared Benjamin P. Johnson, who acknowledged himself to be the President and Manager of Colorado Components Ltd., and that he, as such President and Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained as his free act and deed and the free act and deed of the company.

In Witness Whereof I hereunto set my hand.

Mary Ellen Davis  
Notary Public



**EXHIBIT 1**

**TRADEMARKS**

<b>Mark</b>	<b>Country</b>	<b>Status</b>	<b>Registration No.</b>
MotoGrip	US	Reg.	3,729,526
MotoSport Alloys	US	Reg.	3,092,702
EFX	US	Reg.	3,304,846