

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
CARQUEST Corporation		09/04/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Lee Holdings NC, Inc.
<b>Street Address:</b>	2635 E. Millbrook Rd.
<b>City:</b>	Raleigh
<b>State/Country:</b>	NORTH CAROLINA
<b>Postal Code:</b>	27604
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 23**

Property Type	Number	Word Mark
Registration Number:	2190741	BRAVO
Registration Number:	2305227	BRAVO BY CARQUEST
Registration Number:	4312576	BRAVO
Registration Number:	2429502	CARQUEST
Registration Number:	1650501	CARQUEST
Registration Number:	1303307	CAR QUEST
Registration Number:	994165	CARQUEST
Registration Number:	2245423	CARQUEST
Registration Number:	4275587	CARQUEST
Registration Number:	3248024	CARQUEST GLOBAL SOLUTION
Registration Number:	2531864	CARQUEST TECHNICAL INSTITUTE
Registration Number:	3938643	GTC 20/20
Registration Number:	3164173	MINDS-ON TRAINING
Registration Number:	3547850	ORGULLOSAMENTE SIRVIENDO A UN MUNDO EN M

OP \$590.00 2190741

Registration Number:	3430920	PROUDLY SERVING A WORLD IN MOTION
Registration Number:	2396137	PROVALUE
Registration Number:	1173917	PROVEN VALU
Registration Number:	4385617	PV PROVEN VALU
Registration Number:	1557246	TECH-NET
Registration Number:	2250456	TECH-NET PROFESSIONAL AUTO SERVICE
Registration Number:	4329530	TEQ CORRECT
Registration Number:	3833548	VIRTUAL VEHICLE MD
Registration Number:	1591456	YOU'LL FIND IT AT CARQUEST

**CORRESPONDENCE DATA**

Fax Number: 4048817777

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 404-881-7000

Email: angie.wicker@alston.com, ipatl@alston.com, nadya.sand@alston.com

Correspondent Name: Nadya Munasifi Sand

Address Line 1: 1201 West Peachtree Street

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	004546/175023
NAME OF SUBMITTER:	Nadya Munasifi Sand
Signature:	/Nadya Munasifi Sand/
Date:	11/05/2013

**Total Attachments: 29**

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## TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is dated as of August 31, 2013 (the "Effective Date") between CARQUEST Corporation, a Delaware corporation ("Assignor"), and Lee Holdings NC, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has adopted and used and is the owner of the trademarks set forth on Schedule A in connection with the goods or services described therein (the "Marks"), together with the goodwill of the business in connection with which the Marks have been used (the "Goodwill"), the Trademark Applications and Registrations for the Marks in the countries as set forth on Schedule A (the "Applications and Registrations") and all copyrights and any other intellectual property of the Assignor (collectively, the "IP");

WHEREAS, Assignee is desirous of acquiring the Marks, together with the Goodwill and the Applications and Registrations and all other IP;

NOW, THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has agreed to sell and has sold, assigned, transferred and set over, and by these presents does, effective as of the Effective Date, sell, assign, transfer and set over unto Assignee and its successors and assigns Assignor's entire right, title and interest in and to the Marks, the Goodwill, the Applications and Registrations and IP, including all rights of recovery based on past infringement, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its parent, subsidiaries, affiliated entities, successors, assigns and legal representatives, for the full extent of the life of the Marks and the respective terms of the Applications and Registrations and IP, to be

used as fully and entirely as such rights would have been held and enjoyed by Assignor had this assignment and sale not been made.

Assignor represents and warrants that Assignor is the lawful owner of the entire right, title and interest to said Marks and IP and said Goodwill associated therewith, and that the same are unencumbered, and is the holder of record title to the Applications and Registrations and IP, that Assignor has full power to make this Assignment and that Assignor agrees to execute such further assignments and related documents with respect to the Marks, the Goodwill, and the Applications and Registrations and IP as Assignee shall reasonably request to effect the intent of this Assignment.

[Signature page follows.]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their respective proper officers thereunto duly authorized, to be effective as of the Effective Date.

CARQUEST Corporation

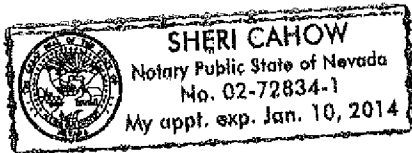
By: *R Cannon*  
Name: Ron Cannon  
Title: President

State of Nevada

City/County of Clark :

On this 4<sup>th</sup> day of September, 2013, before me personally appeared Ron Cannon, to me known to be the President of CARQUEST Corporation, on whose behalf he executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

My commission expires: 1/10/14



*[Signature]*  
Notary Public

LEE HOLDINGS NC, INC.

By: O. Temple Sloan III  
Name: O. Temple Sloan III  
Title: President

State of NORTH CAROLINA

City/County of WAKE:

On this 3 day of SEPTEMBER, 2013, before me personally appeared  
O. TEMPLE SLOAN III, to me known to be the PRESIDENT  
of Lee Holdings NC, Inc., on whose behalf he executed the foregoing instrument, and  
acknowledged that he executed the same as his free act and deed.

My commission expires: 08-10-2018

Erin M. Capps  
Notary Public

Schedule A  
to  
Trademark Assignment Agreement

Country	Mark	Status	Application/ Registration Number and Date	Goods/Services
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United States	<b>BRAVO</b> 	Registered	Reg. No. 2,190,741 9/22/1998	<u>Class 8</u> : Hand tools, namely, ratchet wrenches, wrenches, pliers and screwdrivers.
United States	<b>BRAVO BY CARQUEST</b> (Stylized) & Design	Registered	Reg. No. 2,305,227	<u>Class 12</u> : Brake hardware for vehicles.

			1/4/2000	
United States	BRAVO	Registered	Reg. No. 4,312,576 4/2/2013	<u>Class 1:</u> Hydraulic fluids  <u>Class 4:</u> Hydraulic oils and lubricants; automobile lubricants; gear oils
United States	CARQUEST	Registered	Reg. No. 2,429,502 2/20/2001	<u>Class 6:</u> Metal gaskets for vehicle engines.  <u>Class 7:</u> Vehicle parts, namely carburetors; emission reduction units for motors and engines, namely catalytic converters and/or pcv valves and/or egr valves; engine mufflers; exhaust manifold for engines; air filters for motors and engines; fuel injectors; electronic ignitions for vehicles; radiators for motors and engines; distributors for vehicles; windshield wiper motors; transmission filters, electric welding machines; spark plugs; and water pumps for use in motors and engines.  <u>Class 8:</u> Hand operated tools for mechanics, namely, ratchets, wrenches, pliers and screwdrivers.  <u>Class 9:</u> Antennas; batteries for vehicles; electrical cables; safety equipment, namely, beacon lights; emergency warning lights; fuses for automobiles; pressure gauges; cruise controls for motor vehicles; and vehicle engine parts, namely, thermostats.  <u>Class 11:</u> Electric light bulbs; lights for vehicles; air conditioners for vehicles.  <u>Class 12:</u> Vehicle parts, namely windshield wipers, clutches for land vehicles.  <u>Class 17:</u> Liquid gasket sealer for automotive use; non-metal gaskets for vehicles engines; non-metal power steering hoses; and adhesive tape for industrial and commercial use.  <u>Class 35:</u> Wholesale and retail store services in the field of automotive parts and accessories; Distributorship services in the field of automotive parts.  <u>Class 41:</u> Entertainment services in the nature of automobile races.
United States	CARQUEST & Design 	Registered	Reg. No. 1,650,501 7/16/1991	<u>Class 1:</u> Antifreeze, brake fluid, freon, engine starting fluid and transmission fluid.  <u>Class 4:</u> Motor oil.  <u>Class 12:</u> Oil, gas, air filters and windshield wiper products.
United States	CARQUEST & Design	Registered	Reg. No. 1,303,307	<u>Class 200:</u> Collective membership mark indicating membership in an organization of auto parts stores.

			10/30/1984	
United States	CARQUEST & Design 	Registered	Reg. No. 994,165 9/24/1974	<u>Class 42:</u> Distributorship services in the field of automotive parts.
United States	CARQUEST & Design 	Registered	Reg. No. 2,245,423 5/18/1999	<u>Class 6:</u> Metal gaskets for vehicle engines.  <u>Class 7:</u> Vehicle parts, namely, carburetors, emission reduction units for motors and engines, mufflers, exhaust manifold for engines, air and filters for motors and engines, fuel injectors, ignitions for vehicles, windshield wiper motors, transmission filters, welding machines, spark plugs, water pumps for use in motors and oil seals.  <u>Class 9:</u> Antennas; batteries for vehicles; electrical cables; safety equipment, namely, beacon lights; emergency warning lights; fuses for automobiles; pressure gauges; cruise controls for motor vehicles; and vehicle engine parts, namely, thermostats.  <u>Class 11:</u> Electric light bulbs; lights for vehicles; and air conditioners for vehicles.  <u>Class 12:</u> Catches for land vehicles.  <u>Class 17:</u> Liquid gasket sealer for automotive use; non-metal gaskets for vehicle engines; non-metal power steering hoses; and adhesive tape for industrial and commercial use.
United States	CARQUEST & Design 	Registered	Reg. No. 4,275,587 1/15/2013	<u>Class 35:</u> Wholesale and retail store services in the field of automotive parts, accessories, and paint; distributorship services in the field of automotive parts, accessories, and paint.
United States	CARQUEST GLOBAL SOLUTION	Registered	Reg. No. 3,248,024 5/29/2007	<u>Class 7:</u> Land vehicle parts, namely, ignition parts, namely, ignition wire sets comprised primarily of an individual lead for each spark plug, distributor caps and rotors, switches, coils, modules, and regulators, and emission parts, namely, EGR valves, ported vacuum switches; fuel pumps, and water pumps.  <u>Class 9:</u> Ignition timing sensors and oxygen sensors for use in land vehicles.  <u>Class 12:</u> Land vehicle parts, namely, brake pads, brake calipers, brake hydraulics, namely master cylinders, brake hoses, and wheel cylinders; clutches; and steering parts, namely, ball joints, idler arms, pitman arms,

				bushings, tie rod ends, center links, sway bar link kits, and inner tie rods.
United States	CARQUEST TECHNICAL INSTITUTE & Design 	Registered	Reg. No. 2,531,864 1/22/2002	<u>Class 41:</u> Educational services in the nature of organizing and conducting classes, seminars, workshops, and conferences in the field of automotive repair and maintenance which shall include the use and distribution of printed, audio, visual and multimedia course materials in connection therewith; and training in the operation and management of automotive repair businesses.
United States	GTC 20/20 & Design 	Registered	Reg. No. 3,938,643 3/29/2011	<u>Class 41:</u> Educational services, namely, training in the field of customer service.
United States	MINDS-ON TRAINING	Registered	Reg. No. 3,164,173 10/24/2006	<u>Class 41:</u> Educational services, namely, conducting classes and presentations in the field of automotive maintenance and repair and the distribution of course materials in connection therewith; providing on-line training in the fields of automotive maintenance and repair, computer software, sales, and human resources.
United States	ORGULLOSAMENTE SIRVIENDO A UN MUNDO EN MOVIMIENTO	Registered	Reg. No. 3,547,850 12/16/2008	<u>Class 35:</u> Wholesale and retail store services in the field of automotive parts and accessories; distributorship services in the field of automotive parts.
United States	PROUDLY SERVING A WORLD IN MOTION	Registered	Reg. No. 3,430,920 5/20/2008	<u>Class 35:</u> Wholesale and retail store services in the field of automotive parts and accessories; distributorship services in the field of automotive parts.
United States	PROVALUE	Registered	Reg. No. 2,396,137 10/17/2000	<u>Class 8:</u> Hand jacks; stand for hand jacks; manually operated hand tools, namely, ratchet wrenches, socket sets, wrenches, pliers, universal joints, screwdrivers, chisels, clamps, dies, drills, files, scrapers, and reamers; metal vises; bits for hand drills; razor blades; blades for hand saws; manually operated grease guns; extension bars for hand tools; pocket knives; and mallets.
United States	PROVEN VALU	Registered	Reg. No. 1,173,917 10/20/2001	<u>Class 7:</u> Carburetors, distributors and rebuilt starters, generators and alternators for automotive vehicles.  <u>Class 9:</u> Electric extension cords, automotive batteries, jumper cables, thermostats and electrical cable.  <u>Class 11:</u> Electrical trouble lights.  <u>Class 12:</u> U-joints, rebuilt water pumps, clutches and brake shoes for automotive vehicles.
United	PV PROVEN VALU & Design	Registered	Reg. No.	<u>Class 7:</u> Parts for land vehicles, namely, alternators, starters for motors and

States			4,385,617 8/13/2013	engines, generators, windshield wiper motors and window lift motors.  <u>Class 9:</u> Batteries for vehicles.
United States	TECH-NET	Registered	Reg. No. 1,557,246 9/19/1989	<u>Class 37:</u> Automobile diagnostic and repair information services.
United States	TECH-NET PROFESSIONAL AUTO SERVICE & Design 	Registered	Reg. No. 2,250,456 9/17/1997	<u>Class 37:</u> Automotive diagnostic & repair information services.
United States	TEQ CORRECT	Registered	Red. No. 4,329,530 4/30/2013	<u>Class 7:</u> Lifting equipment, namely, hydraulic jacks, transmission jacks, cranes  <u>Class 8:</u> Hand jacks; stand for hand jacks
United States	VIRTUAL VEHICLE MD & Design 	Registered	Reg. No. 3,833,548 8/17/2010	<u>Class 35:</u> Providing a website featuring information and animations in the field of automotive services and related parts.
United States	YOU'LL FIND IT AT CARQUEST	Registered	Reg. No. 1,591,456 4/10/1990	<u>Class 42:</u> Wholesale and retail store services in the field of automotive parts and accessories.

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