

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM316691

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Affinia Group Inc.		07/17/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Federal-Mogul Chassis LLC		
Street Address:	26555 Northwestern Hwy		
City:	Southfield		
State/Country:	MICHIGAN		
Postal Code:	48033		
Entity Type:	LIMITED LIABILITY COMPANY: MICHIGAN		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	75848508	PROFESSIONAL GRADE CHASSIS	
Serial Number:	73822193	MCQUAY-NORRIS	
Serial Number:	73387459	VERA	
CORRESPONDENCE DATA			
Fax Number:	2483548103		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2483547745		
Email:	wendi.beieler@federalmogul.com		
Correspondent Name:	Wendi Beieler		
Address Line 1:	26555 Northwestern Hwy		
Address Line 4:	Southfield, MICHIGAN 48033		
ATTORNEY DOCKET NUMBER:	AFFINIA CHAIN OF TITLE		
NAME OF SUBMITTER:	Wendi J. Beieler		
SIGNATURE:	/Wendi J. Beieler/		
DATE SIGNED:	09/11/2014		
Total Attachments: 3			
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GLOBAL TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment effective 17 July 2014, between Affinia Group Inc., a Delaware corporation ("Assignor"), and VCS Quest Acquisition LLC (n/k/a Federal-Mogul Chassis LLC), a Delaware limited liability company (the "Assignee") (collectively the "Parties").

WHEREAS, the Parties entered into an Asset Purchase Agreement dated as of January 21, 2014 (the "APA"); and

WHEREAS, under the terms of the APA, Assignor has agreed to execute and deliver this Global Trademark Assignment Agreement in connection with the applications and registrations listed on the attached Schedule A (collectively the "Marks") and the goodwill developed through the use of the Marks.

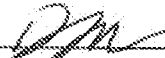
NOW THEREFORE, for good and valuable consideration as set forth in the APA, the receipt and adequacy of which are hereby acknowledged, the Parties agree as follows:

1. Assignment. Assignor hereby sells, assigns, transfers and sets over to Assignee the entire right, title, interest in and to the Marks, including all claims for past infringement, the applications and registrations therefor as identified on Schedule A and the goodwill of the business connected with the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.
2. Cooperation. Assignor hereby agrees to execute and return any appropriate and necessary documents provided by Assignee that Assignee may reasonably request and require and cooperate with Assignee as reasonably necessary to give full effect to and to perfect the rights of Assignee in the Marks.
3. Counterparts. This Agreement may be executed in one or more counterparts, and by the Parties in separate counterparts, each of which when executed shall be deemed to be an original but all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart of a signature page to this Agreement by facsimile shall be as effective as delivery of a manually executed counterpart of this Agreement.
4. Conflict. To the extent there is any conflict between this Agreement and the APA, the provisions of the APA will control.

IN WITNESS WHEREOF, the undersigned have caused this Agreement to be executed as of the date written below by their respective officers thereunto duly authorized.

Made by:

Affinia Group Inc. (Assignor)

By: 

Name: David E. Sturgess

Title: Senior Vice President, Secretary, General Counsel

Date: 8/29/14

Received by:

VCS Quest Acquisition LLC (Assignee)

By: 

Name: Michelle Taigman

Title: Assistant Secretary

Date: 9/4/14

SCHEDULE A

Mark	Country	Appln Date	Appln Number	Reg Date	Reg Number	Current Owner
PROFESSIONAL GRADE CHASSIS	United States	11/15/1999	75/848508	09/11/2001	2489600	Affinia Group Inc.
MCQUAY-NORRIS	United States	08/28/1989	73/822193	03/31/1992	1681113	Affinia Group Inc.
VERA	United States	09/22/1982	73/387459	08/07/1984	1288661	Affinia Group Inc.