

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM339868

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	03/01/2006		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wells Manufacturing Corp.		03/01/2006	CORPORATION: WISCONSIN
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Wells Manufacturing, L.P.	03/01/2006	LIMITED PARTNERSHIP: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Wells Manufacturing, L.P.		
<b>Street Address:</b>	26 S. Brooke Street		
<b>City:</b>	Fond du Lac		
<b>State/Country:</b>	WISCONSIN		
<b>Postal Code:</b>	54925		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2215711	WELLS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3127595646		
<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>			
<b>Phone:</b>	312-214-4810		
<b>Email:</b>	mnaahnsen@btllaw.com		
<b>Correspondent Name:</b>	Mark J. Nahnsen		
<b>Address Line 1:</b>	One North Wacker Dr.		
<b>Address Line 2:</b>	Suite 4400		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606		
<b>ATTORNEY DOCKET NUMBER:</b>	53216-235586		
<b>NAME OF SUBMITTER:</b>	Mark J. Nahnsen		
<b>SIGNATURE:</b>	/Mark J. Nahnsen/		
<b>DATE SIGNED:</b>	04/30/2015		

CH \$40.00 2215711

**Total Attachments: 8**

source=Wells\_Merger\_Doc#page1.tif

source=Wells\_Merger\_Doc#page2.tif

source=Wells\_Merger\_Doc#page3.tif

source=Wells\_Merger\_Doc#page4.tif

source=Wells\_Merger\_Doc#page5.tif

source=Wells\_Merger\_Doc#page6.tif

source=Wells\_Merger\_Doc#page7.tif

source=Wells\_Merger\_Doc#page8.tif

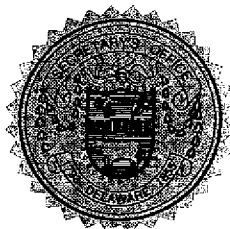
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WELLS MANUFACTURING CORP.", A WISCONSIN CORPORATION,  
WITH AND INTO "WELLS MANUFACTURING, L.P." UNDER THE NAME OF  
"WELLS MANUFACTURING, L.P.", A LIMITED PARTNERSHIP ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE FIRST DAY OF MARCH, A.D. 2006, AT  
8:19 O'CLOCK A.M.



4082130 8100M  
060200080

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4557342

DATE: 03-01-06

TRADEMARK  
REEL: 005506 FRAME: 0895

**CERTIFICATE OF MERGER  
OF  
WELLS MANUFACTURING CORP.  
INTO  
WELLS MANUFACTURING, L.P.**

The undersigned limited partnership organized and existing under and by virtue of the Delaware Revised Uniform Limited Partnership Act (the "Act") does hereby certify as follows:

**FIRST:** That the name and state of incorporation or formation, as appropriate of each of the constituent entities of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Wells Manufacturing Corp.	Wisconsin
Wells Manufacturing, L.P.	Delaware

**SECOND:** That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 17-211 of the Act.

**THIRD:** That the name of the surviving entity of the merger is Wells Manufacturing, L.P., a Delaware limited partnership.

**FOURTH:** That the Certificate of Limited Partnership of Wells Manufacturing, L.P. which is surviving the merger, shall be the Certificate of Limited Partnership of the surviving entity.

**FIFTH:** That the executed Agreement and Plan of Merger is on file at the office of the surviving entity, the address of which is 26 S Brooke Street, Fond du Lac, Wisconsin, 54925.

**SIXTH:** That a copy of the Agreement and Plan of Merger will be furnished by the surviving entity, on request and without cost, to any stockholder or general partner, as appropriate of any constituent entity.

**SEVENTH:** That this Certificate of Merger shall be effective on March 1, 2006.



**CERTIFICATE OF MERGER  
OF  
WELLS MANUFACTURING CORP.  
INTO  
WELLS MANUFACTURING, L.P.**

The undersigned limited partnership organized and existing under and by virtue of the Delaware Revised Uniform Limited Partnership Act (the "Act") does hereby certify as follows:

**FIRST:** That the name and state of incorporation or formation, as appropriate of each of the constituent entities of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Wells Manufacturing Corp.	Wisconsin
Wells Manufacturing, L.P.	Delaware

**SECOND:** That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 17-211 of the Act.

**THIRD:** That the name of the surviving entity of the merger is Wells Manufacturing, L.P., a Delaware limited partnership.

**FOURTH:** That the Certificate of Limited Partnership of Wells Manufacturing, L.P. which is surviving the merger, shall be the Certificate of Limited Partnership of the surviving entity.


**FIFTH:** That the executed Agreement and Plan of Merger is on file at the office of the surviving entity, the address of which is 26 S Brooke Street, Fond du Lac, Wisconsin, 54925.

**SIXTH:** That a copy of the Agreement and Plan of Merger will be furnished by the surviving entity, on request and without cost, to any stockholder or general partner, as appropriate of any constituent entity.

**SEVENTH:** That this Certificate of Merger shall be effective on March 1, 2006.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of  
Merger this 1st day of March, 2006.

Wells Manufacturing, L.P.

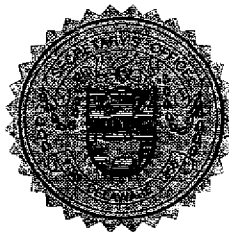
By:   
Name: David Forbes  
Title: Assistant Treasurer

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "WELLS MANUFACTURING, L.P.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 7:03 O'CLOCK P.M.



4082130 8100

051050582

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4396416

DATE: 12-22-05

TRADEMARK  
REEL: 005506 FRAME: 0900



**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
WELLS MANUFACTURING, L.P.**

This Certificate of Limited Partnership of New Wells LP is being executed by the undersigned for the purpose of forming a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act.

1. The name of the limited partnership is:

Wells Manufacturing, L.P.

2. The address of the registered office of the limited partnership in Delaware is The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

3. The name and address of the general partner of the limited partnership is:

UCI-Wells Holdings, L.L.C.  
c/o United Components, Inc.  
14601 Highway 41 North  
Evansville, Indiana 47725  
Attn: David Forbes

IN WITNESS WHEREOF, the undersigned, being the sole general partner of the limited partnership, has caused this Certificate of Limited Partnership to be duly executed as of the 21<sup>st</sup> day of December, 2005.

UCI-Wells Holdings, L.L.C.  
its general partner

By:   
Name: David Forbes  
Title: Assistant Treasurer

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
WELLS MANUFACTURING, L.P.**

This Certificate of Limited Partnership of New Wells LP is being executed by the undersigned for the purpose of forming a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act.

1. The name of the limited partnership is:

Wells Manufacturing, L.P.

2. The address of the registered office of the limited partnership in Delaware is The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

3. The name and address of the general partner of the limited partnership is:

UCI-Wells Holdings, L.L.C.  
c/o United Components, Inc.  
14601 Highway 41 North  
Evansville, Indiana 47725  
Attn: David Forbes

IN WITNESS WHEREOF, the undersigned, being the sole general partner of the limited partnership, has caused this Certificate of Limited Partnership to be duly executed as of the 21<sup>st</sup> day of December, 2005.

UCI-Wells Holdings, L.L.C.  
its general partner

By:   
Name: David Forbes  
Title: Assistant Treasurer