

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM340019

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	Notice of Trademark Security Interest		
RESUBMIT DOCUMENT ID:	900321670		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Arrowhead Electrical Products, Inc.		02/02/2015	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: 1			
Property Type	Number	Word Mark	
Registration Number:	4666627	ARROWHEAD POWERSPORTS	
CORRESPONDENCE DATA			
Fax Number:	4142735198		
<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:	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:	003612-0043		
NAME OF SUBMITTER:	Brian G. Gilpin		
SIGNATURE:	/Brian G. Gilpin/		
DATE SIGNED:	05/01/2015		
Total Attachments: 5			
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TRADEMARK ASSIGNMENT COVER SHEET

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ETAS ID: TM338247

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Arrowhead Electrical Products, Inc.		02/02/2015	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: 1

Property Type	Number	Word Mark
Registration Number:	4666627	ARROWHEAD POWERSPORTS

CORRESPONDENCE DATA

Fax Number: 4142735198
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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:	003612-0043
NAME OF SUBMITTER:	Brian G. Gilpin
SIGNATURE:	/Brian G. Gilpin/
DATE SIGNED:	04/15/2015

Total Attachments: 3
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NOTICE OF TRADEMARK SECURITY INTEREST
(FOR RECORDATION PURPOSES)

This Notice of Trademark Security Interest, dated as of February 2, 2015, is made with regard to Arrowhead Electrical Products, Inc., a Delaware corporation ("Arrowhead") and Associated Bank, National Association, as Administrative Agent ("Agent"), all having addresses for notice on the attached schedule, and certain lenders.

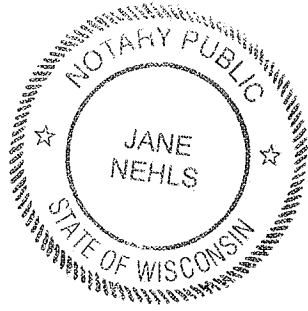
R E C I T A L S:

Arrowhead and its affiliates, AEP Holdings, Inc., Total Power Solutions, Inc., All Balls Racing, Inc. and Winderosa Manufacturing and Distributing Company, USA, Inc. (collectively, the "Borrowers"), the Agent and the lending financial institutions named therein (the "Lenders") are parties to the Second Amended and Restated Credit Agreement dated as of February 2, 2015 (as the same may hereafter be 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 Arrowhead, pursuant to the terms of the Amended and Restated Security Agreement among the Borrowers and the Agent dated as of August 1, 2012 (as amended, supplemented or restated from time to time, 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, Arrowhead has granted a security interest in favor of the Agent in and with respect to the entire right, title, and interest in the trademarks identified in the attached schedule (the "Trademarks"), together with the goodwill of the business symbolized by said Trademarks.

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ASSOCIATED BANK, NATIONAL
ASSOCIATION, as Administrative Agent

By: _____

[Signature]
Daniel Holzhauser, Senior Vice President

STATE OF WISCONSIN)
)
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 29 day of January, 2015, by Daniel Holzhauser, Senior Vice President of Associated Bank, National Association, on behalf of the association.

Jane Nehls
Notary Public, State of Wisconsin *Jane Nehls*
My commission 1-26-19

SCHEDULE

UNITED STATES TRADEMARKS

Arrowhead Electrical Products, Inc.

Trademark	Trademark Number	Issue Date	Application Date
ARROWHEAD POWERSPORTS	4666627	January 6, 2015	May 12, 2014