

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM380294

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks filed at R/F 5510/0661

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		04/12/2016	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Woods Equipment Company
Street Address:	2606 South Illinois
Internal Address:	Route 2
City:	Oregon
State/Country:	ILLINOIS
Postal Code:	61061
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3105323	VINTAGE IRON
Registration Number:	3064764	GROUNDBREAKER
Registration Number:	2207899	TRU-POWER
Registration Number:	2094219	TISCO
Registration Number:	1892945	RIPPER BUCKET
Registration Number:	1890416	INTRA-DRIVE
Registration Number:	1396482	CF
Registration Number:	1328031	SAF-T-LOK
Registration Number:	1187361	WOODS
Registration Number:	1182720	GANNON
Registration Number:	1005542	JAW
Registration Number:	0747222	BATWING
Registration Number:	0684757	WAIN ROY

CORRESPONDENCE DATA

Fax Number: 2127514864

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.

TRADEMARK

Phone: 212-906-1200
Email: angela.amaru@lw.com
Correspondent Name: Latham & Watkins LLP c/o Angela M. Amaru
Address Line 1: 885 Third Avenue
Address Line 2: Suite 1000
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 039269-0430

NAME OF SUBMITTER: Angela M. Amaru

SIGNATURE: /S/ Angela M. Amaru

DATE SIGNED: 04/12/2016

Total Attachments: 3

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of April 12, 2016 ("Release"), is made by Bank of America, N.A., as Administrative Agent ("Administrative Agent") in favor of Woods Equipment Company, a Delaware corporation ("Grantor").

WHEREAS, pursuant to that certain Security and Pledge Agreement dated as of May 5, 2015 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligors party thereto and the Administrative Agent, each Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations ("Secured Parties"), a continuing security interest in any and all right, title and interest of such Obligor in and to all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks dated as of May 5, 2015 ("Notice"); and

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on May 6, 2015 at Reel 5510 Frame 0661.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the Grantor's right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Notice; and

(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

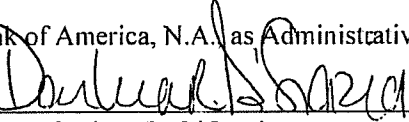
SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A. as Administrative Agent

By:


Darleen R. DiGrazia

Title: Vice President

Schedule A

Woods Equipment Company
(Delaware Corporation)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
VINTAGE IRON	3105323	06/13/06
GROUNDBREAKER	3064764	03/07/06
TRU-POWER	2207899	12/08/98
TISCO	2094219	09/09/97
RIPPER BUCKET	1892945	05/09/95
INTRA-DRIVE	1890416	04/18/95
CF and Design	1396482	06/10/86
SAF-T-LOK	1328031	04/02/85
WOODS	1187361	01/26/82
GANNON	1182720	12/22/81
JAW	1005542	02/25/75
BATWING	0747222	03/26/63
WAIN ROY	0684757	09/08/59

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