

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM392963

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Grease Monkey Franchising, LLC		05/09/2016	Limited Liability Company: COLORADO
RECEIVING PARTY DATA			
Name:	Plexus Fund III, L.P., as Administrative Agent		
Street Address:	200 Providence Road, Suite 210		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28207		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1998203	WHEN IT'S TIME FOR A CHANGE	
Registration Number:	1820158	LUBEPRO'S WHEN IT'S TIME FOR A CHANGE	
Registration Number:	1518306	LUBEPRO'S	
Registration Number:	1470959	LUBE PRO'S	
Registration Number:	1470958	LUBE PRO'S	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		
Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	038534.010		
NAME OF SUBMITTER:	John E. Slaughter, III.		
SIGNATURE:	/jes/		
DATE SIGNED:	07/28/2016		

OP \$140.00 1998203

Total Attachments: 3

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 9, 2016 (as amended or modified from time to time, the "Agreement") by and among Grease Monkey International, Inc. a Colorado corporation ("GM International"), Grease Monkey Franchising, LLC, a Colorado limited liability company ("GM Franchising"), Grease Monkey of Georgia, LLC, a Georgia limited liability company ("GM Georgia"), Grease Monkey Midwest, LLC, a Delaware limited liability company ("GM Midwest", and collectively with GM International, GM Franchising and GM Georgia, the "Grantors", and each a "Grantor") and Plexus Fund III, L.P., as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein, the undersigned Grantor, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, has granted to Administrative Agent, for the ratable benefit of the Lenders, a continuing security interest in such Grantor's right, title and interest in and to the trademarks set forth on Schedule 1 attached hereto and made a part hereof.

The undersigned Grantor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

GREASE MONKEY FRANCHISING, LLC,
a Colorado limited liability company

By: 

Name: John B. Adams

Title: President/Chief Executive Officer

Acknowledged and Accepted:

PLEXUS FUND III, L.P., as Administrative Agent

By: Plexus Fund III GP, LLC, its General Partner

By: 
Name: Robert R. Anders, Jr.
Title: Authorized Signatory

TR14940122

Trademark Notice - GMF

TRADEMARK
REEL: 005841 FRAME: 0277

Schedule 1

**Grease Monkey Franchising, LLC
(Colorado Limited Liability Company)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
WHEN IT'S TIME FOR A CHANGE	1998203	09/03/96
LUBEPRO'S WHEN IT'S TIME FOR A CHANGE and Design	1820158	02/08/94
LUBEPRO'S and Design	1518306	12/27/88
LUBE PRO'S	1470959	12/29/87
LUBE PRO'S and Design	1470958	12/29/87