

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM410539

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Intellectual Property		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AAMCO TRANSMISSIONS, INC.		12/27/2016	Corporation: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	THE PRUDENTIAL INSURANCE COMPANY OF AMERICA, as Collateral Agent		
Street Address:	2029 Century Park East		
Internal Address:	Suite 715		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90067		
Entity Type:	Corporation: NEW JERSEY		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2124437	AAMCO	
Registration Number:	0851209	AAMCO	
Registration Number:	0860330	AAMCO	
Registration Number:	3875638	AAMCO TRANSMISSIONS TOTAL CAR CARE	
Serial Number:	73156306	AAMCO TRANSMISSIONS WORLD'S LARGEST TRAN	
Registration Number:	2142232		
Registration Number:	2144306		
Registration Number:	1175793	BANNER ASSEMBLY SET	
Registration Number:	2179649	DIRECTECH	
Registration Number:	3804064	DIRECTECH PRO AAMCO'S TECHNICAL INFORMAT	
Registration Number:	3793536	ECO-GREEN AUTO SERVICE CERTIFIED RECYCLE	
Registration Number:	3932130	IGAAUGE	
Registration Number:	2586742	POWER PURGE	
Registration Number:	3773659	AAMCO COMPLETE CAR CARE EXPERTS	
CORRESPONDENCE DATA			
Fax Number:	3126095005		

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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.

Phone: 312-609-7798
Email: ablekhman@vedderprice.com
Correspondent Name: Aida Blekhman
Address Line 1: 222 N. LaSalle Street, 25th Floor
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	45798000061
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NAME OF SUBMITTER:	Aida Blekhman
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SIGNATURE:	/Aida Blekhman/
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DATE SIGNED:	12/29/2016
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Total Attachments: 3

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**NOTICE OF GRANT OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to (a) the Senior Secured Note Purchase and Revolving Credit Agreement, dated as of December 27, 2016 (as amended, restated, supplemented or otherwise modified from time to time, the “**Note Agreement**”), by and among Transom ADS Merger Sub, Inc., a Delaware corporation (the “**Company**”; with such term to also include American Driveline Systems, Inc., a Delaware corporation, after giving effect to the merger of Transom ADS Merger Sub, Inc. into American Driveline Systems, Inc. pursuant to the Acquisition (as defined in the Note Agreement)), Transom ADS Holdings, LLC, a Delaware limited liability company, Transom ADS Holdings Corp., a Delaware corporation, the Purchasers named therein and the Collateral Agent named therein, and (b) the related Security Agreement, dated as of December 27, 2016 (as amended, restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”), made by the Company, the undersigned and each of the other affiliates and subsidiaries of the Company identified as Grantors therein in favor of The Prudential Insurance Company of America, in its capacity as collateral agent on behalf and for the benefit of the Secured Parties identified therein (together with its successors and assigns in such capacity, the “**Collateral Agent**”), the undersigned has granted a continuing security interest in and continuing lien upon the trademarks, trademark applications, patents, patent applications, copyrights and copyright applications, each of which is described on ***Schedule I*** attached hereto, in favor of the Collateral Agent.

The undersigned hereby acknowledges and agrees that the security interest in the foregoing intellectual property (i) may only be terminated in accordance with the terms of the Note Agreement and the Security Agreement, and (ii) is not to be construed as an assignment of any intellectual property.

Very truly yours,

GRANTOR:

AAMCO TRANSMISSIONS, INC.,
a Pennsylvania corporation

By: 

Name: Jim Gregory

Title: Chief Financial Officer

*[Signature Page to Notice of Grant of
Trademark]*

TRADEMARK
REEL: 005953 FRAME: 0687

SCHEDULE I

AAMCO TRANSMISSIONS, INC.

I. Trademarks:

Mark	Application/ Registration No.	Application/ Registration Date
AAMCO	75181657/2124437	12/23/1997
AAMCO	72287501/851209	6/18/1968
AAMCO (and Design)	72287709/0860330	11/12/1967
AAMCO TRANSMISSIONS TOTAL CARE (and Design)	77839471/3875638	11/16/2010
AAMCO TRANSMISSIONS WORLD'S LARGEST TRANSMISSION SPECIALIST (and Design)	73156306/1107254	11/28/1978
Double A (beep beep) MCO spoken word mark	75208671/2142232	3/10/1998
Double A (beep beep) MCO spoken word mark	75209030/2144306	3/17/1998
BANNER ASSEMBLY SET	73243824/1175793	11/3/1981
DIRECTECH	75293405/2179649	8/4/1998
DIRECTECH PRO AAMCO'S TECHNICAL INFORMATION SYSTEM (and Design)	77612510/3804064	6/15/2010
ECOGREEN AUTO SERVICE CERTIFIED RECYCLE REDUCE EMISSIONS ALTERNATIVE FUELS (and Design)	77205369/3793536	5/25/2010
IGAAUGE	77874520/3932130	3/15/2011
POWER PURGE	75849786/2586742	6/25/2002
AAMCO COMPLETE CAR CARE EXPERTS (and Design)	78965665 / 3773659	4/6/2010

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