

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM417852

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Federal-Mogul Corporation		02/13/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Federal-Mogul LLC		
Street Address:	27300 West Eleven Mile Road		
City:	Southfield		
State/Country:	MICHIGAN		
Postal Code:	48034		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	0951367	FEL-PRO	
Registration Number:	1045920	FEL-PRO	
Registration Number:	1066518	FEL-PRO	
CORRESPONDENCE DATA			
Fax Number:	2483547099		
<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:	2483547745		
Email:	wendi.radomski@federalmogul.com		
Correspondent Name:	Legal Dept		
Address Line 1:	27300 West Eleven Mile Road		
Address Line 4:	Southfield, MICHIGAN 48034		
NAME OF SUBMITTER:	Wendi J. Radomski		
SIGNATURE:	/Wendi J. Radomski/		
DATE SIGNED:	03/01/2017		
Total Attachments: 5			
source=FEDERAL-MOGUL LLC - DE - Certified Copy#page1.tif			
source=FEDERAL-MOGUL LLC - DE - Certified Copy#page2.tif			
source=FEDERAL-MOGUL LLC - DE - Certified Copy#page3.tif			
source=FEDERAL-MOGUL LLC - DE - Certified Copy#page4.tif			

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "FEDERAL-MOGUL CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "FEDERAL-MOGUL CORPORATION" TO "FEDERAL-MOGUL LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF FEBRUARY, A.D. 2017, AT 12:48 O`CLOCK P.M.



A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

8100V
SR# 20171199774

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202089856
Date: 02-23-17

TRADEMARK
REEL: 005998 FRAME: 0717

**CERTIFICATE OF CONVERSION
CONVERTING
FEDERAL-MOGUL CORPORATION
INTO
FEDERAL-MOGUL LLC**

February 13, 2017

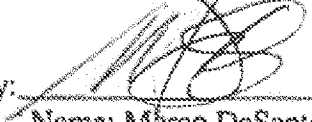
This Certificate of Conversion (this "Certificate") has been duly executed and is being filed by the undersigned to convert Federal-Mogul Corporation, a Delaware corporation (the "Corporation"), into Federal-Mogul LLC, a Delaware limited liability company (the "LLC"), pursuant to the Delaware Limited Liability Company Act, as amended (the "DLLCA") and the Delaware General Corporation Law (the "DGCL"), and the undersigned hereby certifies as follows:

1. The Corporation was first incorporated in the State of Delaware pursuant to the DGCL on **January 31, 2007**.
2. Immediately prior the Effective Time (defined below), the jurisdiction of the Corporation is Delaware and the name of the Corporation is "Federal-Mogul Corporation".
3. Immediately following the Effective Time, the jurisdiction of the LLC is Delaware and the name of the LLC (as set forth in the Certificate of Formation) is "Federal-Mogul LLC".
4. The conversion of the Corporation into the LLC (the "Conversion") has been approved in accordance with the provisions of the DLLCA and the DGCL.
5. The Conversion shall be effective upon the filing of this Certificate of Conversion with the Secretary of State of Delaware (the "Effective Time").

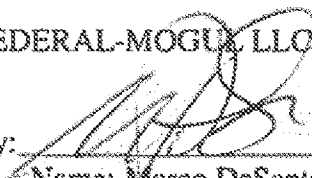
[signature page follows]

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion as of the date first set forth above.

FEDERAL-MOGUL CORPORATION

By: 
Name: Marco DeSanto
Title: Senior Vice President, General Counsel
& Secretary

FEDERAL-MOGUL LLC

By: 
Name: Marco DeSanto
Title: Senior Vice President, General Counsel
& Secretary

Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "FEDERAL-MOGUL LLC",
FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF FEBRUARY, A.D.
2017, AT 12:48 O'CLOCK P.M.*



4294124 8100
SR# 20171199774

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202089857
Date: 02-23-17

TRADEMARK
REEL: 005998 FRAME: 0720

**CERTIFICATE OF FORMATION
OF
FEDERAL-MOGUL LLC**


This Certificate of Formation of Federal-Mogul LLC (the "Company"), dated February 13, 2017, is being duly executed and filed by Adam Pretty, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, *et. seq.*).

FIRST. The name of the limited liability company formed hereby is "Federal-Mogul LLC".

SECOND. The address of the registered office of the Company in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, DE 19808.

THIRD. The name and address of the registered agent for service of process is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



By: Adam Pretty
Title: Authorized Person