

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM506101

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		01/14/2019	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	AIRTEX PRODUCTS, LP		
Street Address:	6056 Deer Park Ct.		
Internal Address:	c/o Champion Laboratories, Inc.		
City:	Toledo		
State/Country:	OHIO		
Postal Code:	43614		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	1121382	AIRTEX	
Registration Number:	1219040	MASTER M	
Registration Number:	1333153	M MASTER	
Registration Number:	1351583	MASTER M FUEL PUMP	
Registration Number:	1410397		
Registration Number:	1966706	AIRTEX ULTRAFLO	
Registration Number:	3477085	AIRTEX XP	
Registration Number:	3526483	MASTER M	
Registration Number:	3564980	AIRTEX	
Registration Number:	4634388	MADE FOR THE AFTERMARKET	
CORRESPONDENCE DATA			
Fax Number:	2165790212		
<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:	2165863939		
Email:	dpuljic@jonesday.com		
Correspondent Name:	Daniel Puljic / JONES DAY		
Address Line 1:	901 Lakeside Avenue		

CH \$265.00 1121382

Address Line 2:	North Point
Address Line 4:	Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	288320-600002
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NAME OF SUBMITTER:	DANIEL PULJIC
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SIGNATURE:	/Daniel Puljic/
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DATE SIGNED:	01/16/2019
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Total Attachments: 4

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this “*Termination and Release*”) is granted as of January 14, 2019 by **WELLS FARGO BANK, NATIONAL ASSOCIATION**, a national banking association, in its capacity as administrative agent (in such capacity, the “*Agent*”) for each member of the Lender Group and the Bank Product Providers in favor of **AIRTEX PRODUCTS, LP** a Delaware limited partnership (the “*Grantor*”).

WHEREAS, pursuant to that certain Credit Agreement dated as of December 30, 2016 (including all alterations, amendments, restatements, amendments and restatements, changes, extensions, modifications, renewals, replacements, refinancing, substitutions, joinders, and supplements, thereto and thereof, the “*Credit Agreement*”; capitalized terms used herein without definition shall have the meanings given to them in the Credit Agreement) by and among UCI International, LLC, a Delaware limited liability company (“*Administrative Borrower*”), Champion Laboratories, Inc., a Delaware corporation (“*Champion*”), Grantor and ASC Industries, Inc., an Ohio corporation (“*ASC Industries*”) and any other Person that may become a party thereto as a borrower (such Persons, together with Administrative Borrower, Champion, Grantor and ASC Industries, each, a “*Borrower*” and collectively, the “*Borrowers*”), certain affiliates of Borrowers, as Guarantors thereunder, the Lenders that are parties thereto and Agent, the Grantor and certain other parties party thereto executed that certain Guaranty and Security Agreement, dated as of December 30, 2016, in favor of Agent (including all annexes, exhibits or schedules thereto, and all alterations, amendments, restatements, changes, extensions, modifications, renewals, replacements, refinancing, substitutions, joinders, and supplements, thereto and thereof, the “*Guaranty and Security Agreement*”);

WHEREAS, pursuant to the Guaranty and Security Agreement, the Grantor and certain other parties party thereto executed and delivered a Trademark Security Agreement, dated as of December 30, 2016, in favor of the Agent (the “*Trademark Security Agreement*”), granting the Agent a security interest in and lien on certain trademarks described and defined therein, which was recorded with the United States Patent and Trademark Office (“*USPTO*”) on January 3, 2017, at Reel 5956, Frame 0368;

WHEREAS, pursuant to that certain letter agreement, dated of even date herewith, the Agent has released its security interest in certain assets of the Grantor, including the Trademark Collateral (as used herein, as such term is defined in the Trademark Security Agreement);

WHEREAS, the Grantor has requested that the Agent hereby terminate, release and discharge fully its security interests in and liens on all right, title and interest of the Grantor in, to and under all of the Trademark Collateral as herein provided; and

WHEREAS, the Agent has requested that the Grantor provide a document suitable for recording in the USPTO to evidence the release of its security interests in and liens on the Trademark Collateral as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby:

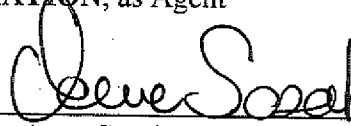
1. terminates the Trademark Security Agreement and releases, terminates and discharges its liens and security interests in the Grantor's right, title and interest in, to and under the Trademark Collateral and all goodwill associated therewith, including the Trademark Collateral identified in Schedule I hereto, without recourse or representation or warranty, express or implied, of any kind; and
2. authorizes the Grantor or its agents to record this Termination and Release at the USPTO.

[Signature page follows this page]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release of Security Interests in Trademarks by its duly authorized officer as of the date first above written.

**WELLS FARGO BANK, NATIONAL
ASSOCIATION**, as Agent

By: _____

A handwritten signature in dark ink, appearing to read "Anne Sasal", written over a horizontal line.

Name: Anne Sasal

Title: Vice President

[Signature Page to Termination and Release of Security Interest in Trademarks (Airtex)]

**SCHEDULE I
TO
TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**

Trademark Registrations/Applications

U.S. Trademark Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Airtex	1,121,382	7/3/1979
Master M & Design	1,219,040	12/7/1982
Master M - Small word Master over large M	1,333,153	4/30/1985
Master M Fuel Pump	1,351,583	7/30/1985
Miscellaneous Design Tri-Color (Design Only)	1,410,397	9/23/1986
Airtex Ultraflo	1,966,706	4/9/1996
Airtex XP	3,477,085	7/29/2008
Master M	3,526,483	11/4/2008
AIRTEX & Design	3,564,980	1/20/2009
MADE FOR THE AFTERMARKET	4,634,388	11/4/2014