

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM613326

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	05/21/2019
<b>RESUBMIT DOCUMENT ID:</b>	900580133

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DYK Automotive, LLC		05/21/2019	Limited Liability Company: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	HIGHLINE AFTERMARKET, LLC
<b>Street Address:</b>	4500 Malone Road
<b>City:</b>	Memphis
<b>State/Country:</b>	TENNESSEE
<b>Postal Code:</b>	38118
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Registration Number:	3882797	AG AMGAUGE
Registration Number:	1119596	AG AMGAUGE
Registration Number:	3857063	AP AUTO
Registration Number:	3936938	ARMOR
Registration Number:	4653517	ATLANTIC PACIFIC AUTOMOTIVE
Registration Number:	3979033	AUTOTECH
Registration Number:	2677862	BUG BLAST WINDSHIELD WASHER
Registration Number:	4527870	CERTIFIED
Registration Number:	1740557	CERTIFIED
Registration Number:	3183610	CHAIN PRO
Registration Number:	3183609	CHARCOAL CHEF
Registration Number:	1636592	CLIMATE CONTROL
Registration Number:	4518408	COMET LITEZ
Registration Number:	4994239	ECO GUARD
Registration Number:	3834227	FADE FREE
Registration Number:	2766587	INCREDIBLE ORANGE
Registration Number:	4517173	KELTNER DISTRIBUTION

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3882799	MASTER
Registration Number:	3853111	MASTER
Registration Number:	2959241	MASTER
Registration Number:	1306627	MASTER
Registration Number:	2663162	MENDTITE
Registration Number:	3488666	POLYGUARD
Registration Number:	1134381	POLYGUARD
Registration Number:	2428921	POWER BLAST
Registration Number:	3892931	PRO-1
Registration Number:	4786269	ROBERT ELGART AUTOMOTIVE
Registration Number:	4374729	SPORT GRIP
Registration Number:	3859745	STORM SHIELD
Registration Number:	3853993	STORMSHIELD
Registration Number:	3886058	SUPERIOR AUTOMOTIVE
Registration Number:	3045027	SUPERIOR AUTOMOTIVE
Registration Number:	4279427	SUPERSKIN
Registration Number:	4984438	TRCAIR
Registration Number:	4653516	TWINCO ROMAX
Registration Number:	3702418	ZECOL
Registration Number:	2443233	ZECOL-MAX

**CORRESPONDENCE DATA**

**Fax Number:** 3128622200

*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:** 3128622000

**Email:** jeffrey.norgle@kirkland.com

**Correspondent Name:** Jeffrey Norgle

**Address Line 1:** 300 North LaSalle

**Address Line 2:** Kirkland & Ellis LLP

**Address Line 4:** Chicago, ILLINOIS 60654

<b>ATTORNEY DOCKET NUMBER:</b>	43519-0023
<b>NAME OF SUBMITTER:</b>	Jeffrey Norgle
<b>SIGNATURE:</b>	/Jeffrey Norgle/
<b>DATE SIGNED:</b>	12/09/2020

**Total Attachments: 12**

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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 THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "HIGHLINE AFTERMARKET, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE FIFTH DAY OF JANUARY, A.D. 2009, AT 3:14 O`CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2009, AT 4:46 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE THIRD DAY OF MAY, A.D. 2012, AT 4:38 O`CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-NINTH DAY OF AUGUST, A.D. 2012, AT 4:08 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

4642204 8100H  
SR# 20207947955

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203906666  
Date: 10-21-20

**TRADEMARK**  
**REEL: 007125 FRAME: 0886**

# Delaware

The First State

Page 2

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2012 AT 11:59 O'CLOCK P.M.

CERTIFICATE OF CONSOLIDATION, FILED THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2012, AT 4:24 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONSOLIDATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012 AT 11:59 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "DYK AUTOMOTIVE, LLC" TO "HIGHLINE AFTERMARKET, LLC", FILED THE TWENTY-FIRST DAY OF MAY, A.D. 2019, AT 7:31 O`CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE NINTH DAY OF OCTOBER, A.D. 2019, AT 3:42 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "HIGHLINE AFTERMARKET, LLC".



  
Jeffrey W. Bullock, Secretary of State

4642204 8100H  
SR# 20207947955

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203906666  
Date: 10-21-20


**TRADEMARK**  
**REEL: 007125 FRAME: 0887**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:14 PM 01/05/2009  
FILED 03:14 PM 01/05/2009  
SRV 090005081 - 4642204 FILE

**CERTIFICATE OF FORMATION****OF****DYK AUTOMOTIVE, LLC**

1. The name of the limited liability company is DYK Automotive, LLC.
2. The address of its registered office in the State of Delaware is Delaware is 15 Center Meeting Road, Wilmington, New Castle County, Delaware 19807-1301. The name of its registered agent at such address is Delaware Corporate Registry, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of DYK Automotive, LLC this 5<sup>th</sup> day of January 2009.

  
\_\_\_\_\_  
James P. Dalle Pазze  
Authorized Person

**CERTIFICATE OF MERGER OF  
SUPERIOR AUTOMOTIVE, LLC  
ATLANTIC PACIFIC AUTOMOTIVE, LLC,  
KELTNER ENTERPRISES, LLC,  
AND DYK AUTOMOTIVE, LLC**

This Certificate of Merger (the "Certificate"), dated as of the 29<sup>th</sup> day of December, 2009, is being filed by the undersigned in the Office of the Secretary of State of Delaware in accordance with § 18-209 of the Delaware Limited Liability Company Act relating to the merger of SUPERIOR AUTOMOTIVE, LLC, a Delaware limited liability company ("SUPERIOR"), ATLANTIC PACIFIC AUTOMOTIVE, LLC, a Delaware limited liability company ("ATLANTIC"), KELTNER ENTERPRISES, LLC, a Delaware limited liability company ("KELTNER") with and into DYK AUTOMOTIVE, LLC, a Delaware limited liability company ("DYK").

1. The name, jurisdiction and date of formation or organization of each of the constituent entities are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>DATE OF FORMATION</u>
Superior Automotive, LLC	Delaware	September 19, 2008
Atlantic Pacific Automotive, LLC	Delaware	September 19, 2008
Keltner Enterprises, LLC	Delaware	October 6, 2005
DYK Automotive, LLC	Delaware	January 5, 2009

2. An Agreement & Plan of Merger ("Agreement of Merger") has been approved and executed by the respective sole members of SUPERIOR, ATLANTIC, and KELTNER, and all of the members of DYK.

3. The name and address of the surviving limited liability company is:

DYK Automotive, LLC  
1000 Ridgeway Loop Road  
Suite 203  
Memphis, TN 38120

4. The effective date of the merger shall be the close of business on December 31, 2009.

5. The Agreement of Merger is on file at a place of business of DYK at the following address:

DYK Automotive, LLC  
1000 Ridgeway Loop Road  
Suite 203  
Memphis, TN 38120

6. A copy of the Agreement of Merger will be furnished by **DYK** on request and without cost to any member or holder of interest in **SUPERIOR, ATLANTIC, or KELTNER**;

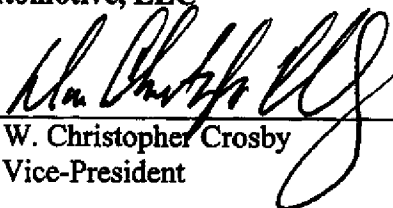
**IN WITNESS WHEREOF**, the undersigned has duly executed this Certificate of Merger as of the date first set forth above.

**DYK Automotive, LLC**

By:

Name: W. Christopher Crosby

Title: Vice-President

A handwritten signature in black ink, appearing to read "W. Christopher Crosby", is written over a horizontal line. The signature is stylized and cursive.



STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT CHANGING ONLY THE  
REGISTERED OFFICE OR REGISTERED AGENT OF A  
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is DYK Automotive, LLC
2. The Registered Office of the limited liability company in the State of Delaware is changed to 1679 S. Dupont Hwy. Suite 100  
(street), in the City of Dover  
Zip Code 19901. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Registered Agent Solutions, Inc.

By:   
Authorized Person

Name: Michael A. Orians, Treasurer  
Print or Type

**CERTIFICATE OF MERGER OF  
DYK MERGER SUB, LLC  
AND DYK AUTOMOTIVE, LLC**

THIS CERTIFICATE OF MERGER (this "Certificate") is made and entered into as of the 29<sup>th</sup> day of August, 2012, by and between **DYK MERGER SUB, LLC**, a Delaware limited liability company ("**DYK MERGER SUB**") and **DYK AUTOMOTIVE, LLC**, a Delaware limited liability company ("**DYK AUTOMOTIVE**").

1. The name, jurisdiction and date of formation or organization of each of the constituent entities are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>DATE OF FORMATION</u>
DYK Automotive, LLC	Delaware	January 5, 2009
DYK Merger Sub, LLC	Delaware	August 14, 2012

2. An Agreement and Plan of Merger ("Agreement of Merger") has been approved by the members of **DYK AUTOMOTIVE** and the sole member of **DYK MERGER SUB** and has been executed by an authorized officer of each entity in accordance with the Delaware Limited Liability Company Act, including § 18-209(b).

3. The name and address of the surviving limited liability company is as follows:

DYK Automotive, LLC  
1900 Exeter Road  
Suite 200  
Germantown, TN 38138

4. The effective time and date of the merger shall at 11:59 PM on the 31<sup>st</sup> day of August, 2012.

5. The Agreement of Merger is on file at a place of business of **DYK AUTOMOTIVE** at the following address:

DYK Automotive, LLC  
1900 Exeter Road  
Suite 200  
Germantown, TN 38138

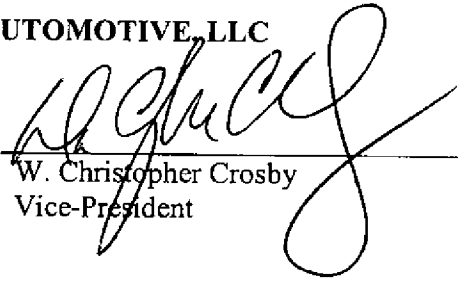
6. A copy of the Agreement of Merger will be furnished by **DYK AUTOMOTIVE** on request and without cost to any member of **DYK MERGER SUB** or **DYK AUTOMOTIVE**.

[SIGNATURE PAGE TO FOLLOW]

**IN WITNESS WHEREOF**, the undersigned has duly executed this Certificate of Merger as of the date first set forth above.

**DYK AUTOMOTIVE, LLC**

By:

Name:  W. Christopher Crosby

Title: Vice-President

**CERTIFICATE OF MERGER OF  
TWINCO ROMAX LLC  
AND DYK AUTOMOTIVE, LLC**

This Certificate of Merger (the "Certificate"), dated as of the 26<sup>th</sup> day of December, 2012, is being filed by the undersigned in the Office of the Secretary of State of Delaware in accordance with the Delaware Limited Liability Company Act relating to the merger of **TWINCO ROMAX LLC**, a Delaware limited liability company ("**TWINCO**") with and into **DYK AUTOMOTIVE, LLC**, a Delaware limited liability company ("**DYK**").

1. The name, jurisdiction and date of formation or organization of each of the constituent entities are as follows:

<u>NAME</u>	<u>JURISDICTION</u>	<u>DATE OF FORMATION</u>
Twinco Romax LLC	Delaware	November 15, 2005
DYK Automotive, LLC	Delaware	January 5, 2009

2. An Agreement & Plan of Merger ("Agreement of Merger") has been approved and executed by the respective sole members of **TWINCO** and **DYK** and has been executed by an authorized officer of each entity in accordance with the Delaware Limited Liability Company Act, including § 18-209(b).

3. The name and address of the surviving limited liability company is:

DYK Automotive, LLC  
1900 Exeter Road  
Suite 200  
Germantown, TN 38138

4. The "Effective Date" of the merger shall be at 11:59 PM on December 31, 2012.

5. The Agreement of Merger is on file at a place of business of **DYK** at the following address:

DYK Automotive, LLC  
1900 Exeter Road  
Suite 200  
Germantown, TN 38138

6. A copy of the Agreement of Merger will be furnished by **DYK** on request and without cost to any member or holder of interest in **TWINCO** or **DYK**.

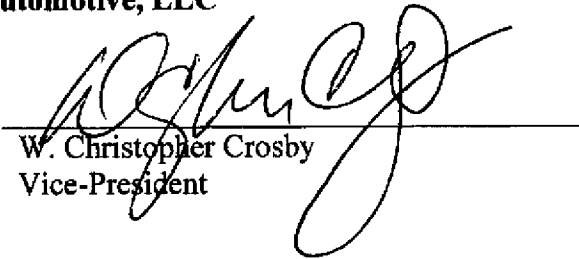
**IN WITNESS WHEREOF**, the undersigned has duly executed this Certificate of Merger as of the date first set forth above.

**DYK Automotive, LLC**

By:

Name: W. Christopher Crosby

Title: Vice-President

A handwritten signature in black ink, appearing to read 'W. Crosby', is written over a horizontal line. The signature is stylized and cursive.

## STATE OF DELAWARE CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: DYK Automotive, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

1. The name of the Limited Liability Company is : Highline Aftermarket, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 21st day of May, A.D. 2019.

By: 

Authorized Person(s)

Name: Darcy J. Curran

Print or Type

**State of Delaware  
Certificate of Amendment Changing Only the  
Registered Office or Registered Agent of a  
Limited Liability Company**

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware hereby certifies as follows:

1. The name of Limited Liability Company is Highline Aftermarket, LLC
2. The registered office of the limited liability company in the state of Delaware is changed to 1209 Orange Street in the City of Wilmington, zip code 19801. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is The Corporation Trust Company.

By: /s/ Philip Gillespie

Name: Philip Gillespie

Print or Type