

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM622100

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
THE BANK OF NEW YORK MELLON		01/22/2021	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	ETX TRANSMISSIONS LLC		
Street Address:	7350 Young Drive		
City:	Walton Hills		
State/Country:	OHIO		
Postal Code:	44146		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	TRANSTAR INDUSTRIES LLC		
Street Address:	7350 Young Drive		
City:	Walton Hills		
State/Country:	OHIO		
Postal Code:	44146		
Entity Type:	Limited Liability Company: OHIO		
Name:	TRANSTAR AUTOBODY TECHNOLOGIES LLC		
Street Address:	7350 Young Drive		
City:	Walton Hills		
State/Country:	OHIO		
Postal Code:	44146		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	AXIOM AUTOMOTIVE TECHNOLOGIES LLC		
Street Address:	7350 YOUNG DRIVE		
City:	WALTON HILLS		
State/Country:	OHIO		
Postal Code:	44146		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	ATCO PRODUCTS LLC		
Street Address:	7350 YOUNG DRIVE		
City:	WALTON HILLS		

CH \$715.00 3726782

State/Country:	OHIO
Postal Code:	44146
Entity Type:	Limited Liability Company: OHIO
Name:	DACCO LLC
Street Address:	7350 YOUNG DRIVE
City:	WALTON HILLS
State/Country:	OHIO
Postal Code:	44146
Entity Type:	Limited Liability Company: OHIO

PROPERTY NUMBERS Total: 28

Property Type	Number	Word Mark
Registration Number:	3726782	AXIOM
Registration Number:	3197696	AXIOM
Registration Number:	3213344	AXIOM
Registration Number:	3181997	AXIOM ESOURCE
Registration Number:	3294656	AXIOM
Registration Number:	3139694	TRANS MART
Registration Number:	2685157	ALL AUTOMATIC TRANSMISSION PARTS
Registration Number:	2685156	ALL TRANSMISSION PARTS
Registration Number:	1744938	TRANS MART
Registration Number:	3210382	PERFORMANCE PLUS
Registration Number:	1763304	DACCO
Registration Number:	3068769	AIR-O-CRIMP
Registration Number:	3025477	EURO CLASSIC
Registration Number:	3025476	EURO KWIK
Registration Number:	3147099	TRUE FINISH
Registration Number:	1997058	ULTRA FLEX
Registration Number:	1890743	HYDROFLEX
Registration Number:	1884484	HYDROBASE
Registration Number:	1917076	FINISH TEC
Registration Number:	1931852	BODY-TEC
Registration Number:	1640116	BOND-TEC
Registration Number:	4888062	TRANSTAR
Registration Number:	2878683	ENGINE WORKS
Registration Number:	2800078	ENGINE WORKS
Registration Number:	2790997	NICKELS PERFORMANCE
Registration Number:	2800046	ENGINE WORKS
Registration Number:	2410617	NICKELS

Property Type	Number	Word Mark
Registration Number:	1878571	TRANSTAR

CORRESPONDENCE DATA

Fax Number: 2166960740

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: 216-861-7864

Email: Assignments@bakerlaw.com

Correspondent Name: Deborah A. Wilcox

Address Line 1: 127 Public Square, Suite 2000, Key Tower

Address Line 2: BakerHostetler

Address Line 4: Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER: 038877.000029

NAME OF SUBMITTER: Deborah A. Wilcox

SIGNATURE: /Deborah A. Wilcox/

DATE SIGNED: 01/25/2021

Total Attachments: 10

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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY (this “Release”), dated as of January 22, 2021 (the “Effective Date”), is made by THE BANK OF NEW YORK MELLON, a New York banking corporation, as collateral agent (the “Collateral Agent”) for the Secured Parties (as defined in the Credit Agreement referred to below), in favor of TRANSTAR INDUSTRIES LLC, an Ohio limited liability company (f/k/a Transtar Industries, Inc.) (“Transtar Industries”), TRANSTAR AUTOBODY TECHNOLOGIES LLC, an Ohio limited liability company (f/k/a Transtar Autobody Technologies, Inc.) (“Transtar Autobody”), AXIOM AUTOMOTIVE TECHNOLOGIES LLC, a Delaware limited liability company (f/k/a Axiom Automotive Technologies, Inc.) (“Axiom”), ETX TRANSMISSIONS LLC, a Delaware limited liability company (f/k/a ETX Transmissions, Inc.) (“ETX”), ATCO PRODUCTS LLC, a Delaware limited liability company (f/k/a Atco Products, Inc.) (“ATCO”) and DACCO LLC, an Ohio limited liability company (f/k/a DACCO, Incorporated) (“DACCO”, and, collectively with Transtar Industries, Transtar Autobody, Axiom, ETX and ATCO, the “Grantor”).

WHEREAS, Transtar Holding Company LLC (f/k/a Transtar Holding Company), a Delaware limited liability company (“Borrower”), Speedstar Holding LLC (f/k/a Speedstar Holding Corporation), a Delaware limited liability company (“Holdings”), the other Loan Parties from time to time party thereto, the financial institutions which are now or which hereafter become a party thereto and The Bank of New York Mellon, as Administrative Agent and Collateral Agent entered into that certain Second Amended and Restated First Lien Credit Agreement dated April 11, 2017 (as amended, amended and restated, supplemented, or otherwise modified from time to time, the “Credit Agreement”);

WHEREAS, pursuant to that certain Security Agreement, dated as of April 11, 2017, by and among the Collateral Agent, the Grantor and certain other parties thereto (as amended, amended and restated, or otherwise modified from time to time, the “Security Agreement”), the Grantor granted to the Collateral Agent, in its capacity as collateral agent, a security interest in and to certain collateral;

WHEREAS, pursuant to the Security Agreement, the Grantor and certain other parties thereto executed and delivered an Intellectual Property Security Agreement, dated as of April 11, 2017 (the “IP Security Agreement”), for recording with the United States Patent and Trademark Office (the “USPTO”), the United States Copyright Office and other governmental authorities, as applicable;

WHEREAS, the IP Security Agreement was recorded (i) with the USPTO (a) on June 1, 2018 at Reel/Frame 6340/0390; (b) on May 31, 2018 at Reel/Frame 046275/0834 and (ii) with the United States Copyright Office on May 31, 2018 as Record No. V9959D168; and

WHEREAS, in reliance on the Borrower’s representations and warranties concerning the transactions referenced in that certain Letter regarding Termination of First Lien Credit Agreement, dated as of January 22, 2021 (the “Payoff Letter”), delivered by the Borrower to the Collateral Agent, the Collateral Agent has agreed to release all of the Existing Liens (as defined in the Payoff Letter) including, without limitation, the Released IP (as defined below) upon receipt by the Collateral Agent of the Payoff Items (as defined in the Payoff Letter).

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

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Security Agreement or the IP Security Agreement, as applicable.

2. Release. The Collateral Agent, without representation, covenant or warranty, express or implied, without recourse to it, and in reliance on the Officer's Certificate without independent investigation, hereby releases its security interests in and to all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature in which the Grantor has granted a security interest to the Collateral Agent, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office, the United States Copyright Office or any similar offices in any State of the United States of America or any other country or any political subdivision thereof, and all extensions or renewals thereof, including (i) those listed on Schedule I attached hereto or otherwise included in the Released Assets (ii) all goodwill associated therewith or symbolized thereby and (iii) all other assets, rights and interests that uniquely reflect or embody such goodwill (the "Released IP") arising under the Security Agreement and the IP Security Agreement. If and to the extent that the Collateral Agent has acquired any rights, titles or interests in and to the Released IP under the Security Agreement and the IP Security Agreement, the Collateral Agent, without recourse, representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such rights, titles or interests to the Grantor.

3. Further Assurances. The Collateral Agent agrees, at the sole cost and expense of Grantor, to take all further actions, and provide to the Grantor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments in form and substance reasonably satisfactory to the Collateral Agent), reasonably requested by the Grantor, to more fully and effectively effectuate the purposes of this Release.

4. Governing Law. This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[Signature pages follow]

IN WITNESS WHEREOF, each of the undersigned has caused this Release to be executed by its duly authorized representative as of the Effective Date:

THE BANK OF NEW YORK MELLON, as
Collateral Agent

By: 
Name: Paul Catania
Title: Vice President

GRANTOR:

TRANSTAR INDUSTRIES LLC
TRANSTAR AUTOBODY TECHNOLOGIES LLC
AXIOM AUTOMOTIVE TECHNOLOGIES LLC
ETX TRANSMISSIONS LLC
ATCO PRODUCTS LLC
DACCO LLC

By: _____
Name: Joe Levanduski
Title: Chief Financial Officer and Treasurer


IN WITNESS WHEREOF, each of the undersigned has caused this Release to be executed by its duly authorized representative as of the Effective Date:

THE BANK OF NEW YORK MELLON, as
Collateral Agent

By: _____
Name:
Title:

GRANTOR:

**TRANSTAR INDUSTRIES LLC
TRANSTAR AUTOBODY TECHNOLOGIES LLC
AXIOM AUTOMOTIVE TECHNOLOGIES LLC
ETX TRANSMISSIONS LLC
ATCO PRODUCTS LLC
DACCO LLC**


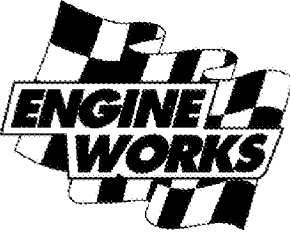
By:  _____
Name: Joe Levanduski
Title: Chief Financial Officer and Treasurer

SCHEDULE I**INTELLECTUAL PROPERTY OWNED BY GRANTOR****Patents****Reel/Frame 046276/0710**

Grantor	Title	Patent No.
Axiom	Automatic Transmission And Gear Train	7527577

Trademarks**Reel/Frame 6340/0295**

Grantor	Mark	Registration No.
Axiom	AXIOM	3726782
Axiom	AXIOM	3197696
Axiom	AXIOM	3213344
Axiom	AXIOM ESOURCE	3181997
Axiom	AXIOM	3294656
Axiom	TRANS MART	3139694
Axiom	ALL AUTOMATIC TRANSMISSION PARTS	2685157
Axiom	ALL TRANSMISSION PARTS	2685156
Axiom	TRANS MART	1744938
DACCO	PERFORMANCE PLUS	3210382
DACCO	DACCO	1763304
ATCO	AIR-O-CRIMP AIR-O-CRIMP	3068769
Transtar Autobody	EURO CLASSIC	3025477
Transtar Autobody	EURO KWIK	3025476
Transtar Autobody	TRUE FINISH	3147099
Transtar Autobody	ULTRA FLEX	1997058
Transtar Autobody	HYDROFLEX	1890743
Transtar Autobody	HYDROBASE	1884484
Transtar Autobody	FINISH TEC	1917076
Transtar Autobody	BODY-TEC	1931852
Transtar Autobody	BOND-TEC	1640116

Transtar Industries	TRANSTAR 	4888062
Transtar Industries	ENGINE WORKS	2878683
Transtar Industries	ENGINE WORKS 	2800078
Transtar Industries	NICKELS PERFORMANCE	2790997
Transtar Industries	ENGINE WORKS	2800046
Transtar Industries	NICKELS	2410617
Transtar Industries	TRANSTAR	1878571

Copyrights

Record V9959D164

Grantor	Title	Registration No.
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-3-015-481
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-3-015-485
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-3-015-486
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-231-325
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-246-090
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-266-925
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-295-865
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-407-500
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-422-122
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-471-713

Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-432-156
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog.	TX-2-434-905
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog	TX2-456-496
Transtar Industries	Nickels performance warehouse: Nickels Performance & Off Road Warehouse Catalog	TX-2-474-206
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-568-183
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-550-082
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-534-646
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-561-900
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-592-484
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-626-179
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-614-408
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-632-964
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-657-248
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-689-511
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-700-729
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-734-084
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-760-596
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-770-082
Transtar Industries	Nickels Performance & Off-Road Warehouse Catalog.	TX-2-803-119
Transtar Industries	Nickels Performance Warehouse Catalog.	TX-2-859-046
Transtar Industries	Nickels Performance Warehouse Catalog.	TX-2-859-085
Transtar Industries	Nickels Performance Warehouse Catalog.	TX-2-911-088

Transtar Industries	Nickels Performance Warehouse Catalog.	TX-2-929-212
Transtar Industries	Nickels Performance Warehouse Catalog.	TX-2-932-554
Transtar Industries	Nickels Performance Warehouse Catalog.	TX-2-935-278
Transtar Industries	Replacement parts for automotive transmissions, 2000	TX-5-371-161
Transtar Industries	Replacement parts for automotive transmissions 1999	TX-5-086-596
Transtar Industries	Replacement parts for Allison Transmissions	TX-5-003-329
Transtar Industries	Replacement parts for automotive transmissions, 1997	TX-4-630-173
Transtar Industries	Transtar Industries, Inc.: Automatic transmission parts	TX 4-384-166
Transtar Industries	Transtar training manual	TX-4-153-615
Transtar Industries	Replacement parts for automotive transmissions, 1995	TX-4-071-336
Transtar Industries	Automatic transmission thimble type screens/filters for General Motors, Ford, Chrysler	TX-4-043-794
Transtar Industries	Heavy duty HI performance universal joints	TX-3-933-405
Transtar Industries	Automatic transmission filter kits : for imported and domestic cars	TX-3-648-499
Transtar Industries	Truckraft parts catalog Allison	TX-3-596-089
Transtar Industries	Replacement parts for automotive transmissions, 1993	TX-3-484-743
Transtar Industries	Supplemental mount listings	TX-3-427-677
Transtar Industries	Replacement parts for Allison automatic transmissions	TX 3-349-622
Transtar Industries	Replacement parts for automotive transmissions	TX-3-051-602
Transtar Industries	RAP automatic transmission replacement parts : catalog no. RAP-1	TX-3-044-645
Transtar Industries	Replacement parts for Allison transmissions	TX-2-883-465
Transtar Industries	Replacement parts for Allison transmissions	TX 2-463-680
Transtar Industries	Automatic transmission replacement parts : catalog no. ATQ-89	TX-2-675-005
Transtar Industries	Lube-Tech automatic transmission filter kits	TX-2-525-710
Transtar Industries	Automatic transmission parts : catalog no. ATP-88/89	TX-2-496-003
Transtar Industries	Replacement parts for automatic 88/89 transmissions : catalog no. AT89	TX-2-496-002
Transtar Industries	Automatic transmission filter kits	TX-2-524-690
Transtar Industries	Automatic transmission filter kits	TX-2-524-689
Transtar Industries	Automatic transmission parts : 1988 catalog AT-88M	TX-2-289-062
Transtar Industries	Transtar employee handbook	TX-2-194-196
Transtar Industries	Standard (manual shift) clutch, transmission, transfer case replacement parts	TX 2-120-702
Transtar Industries	Transtar Industries, Inc.: Automatic transmission parts	TX 1-990-248

Transtar Industries	Standard (manual shift) clutch, transmission, transfer case replacement parts	TX 1-928-567
Transtar Industries	Replacement parts for Allison transmissions	TX 1-823-897
Transtar Industries	Transtar Industries, Inc.: Automatic transmission parts	TX 1-769-357
Transtar Industries	Transtar Industries, Inc., automatic transmission filter kits charts.	TX-1-553-888
Transtar Industries	Transtar Industries, Inc.: Automatic transmission parts	TX 1-441-704
Transtar Industries	Transtar Industries, Inc.: Magnum automotive replacement parts, automatic transmission parts	TX 1-324-650
Transtar Industries	Transtar Industries, Inc.: Automatic transmission parts for General Motors, Ford, Chrysler & A M C, European, Japanese passenger cars & light trucks	TX 1-315-899
Transtar Industries	Transtar Industries, Inc.: Flywheel assemblies for passenger cars & light trucks	TX 1-234-338
Transtar Industries	Transtar Industries, Inc.: Replacement parts for Allison transmissions : AT 540 series MT 600 series, HT 700 series	TX 1-198-285
Transtar Industries	Automatic transmission replacement parts	TX 997-115
Transtar Industries	Automatic transmission replacement parts	TX 448-733
Transtar Industries	Automatic transmission replacement parts : catalog no. AT89	TX-2-624-532
Transtar Industries	Vehicle Parts Packaging	VA-1-944-315
Transtar Industries	2012 torque converter catalog	TX-7-617-733
Axiom	Photographic collection of transmission parts identification binder	VAu-644-275
Axiom	Photographic series of transmission parts identification binder	VA-1-292-130
Axiom	Axiom Automotive Technologies automatic transmission parts catalog	TX-6-191-102
Axiom	ATCDG 280PS test protocol	TXu-1-183-925
Axiom	Transmission parts catalog	TX-5-403-356
Axiom	Automatic transmission components catalog	TX-5-406-121
Axiom	Transmission components catalog	TX-5-406-120
Axiom	Transmission parts catalog	TX-5-420-229
Axiom	Number system	TX-5-328-233
Axiom	Transmission components catalog	TX-5-328-232
Axiom	Automatic transmission parts catalog	TX-5-067-041
DACCO	Dacco, Inc., converters	TX-499-708
DACCO	T P W mini-catalog	TX-936-062

DACCO	Converters, 1992	TX-3-292-741
DACCO	Dacco, Inc. performance plus: torque converters	TX-3-426-355
DACCO	CV axle shafts, 1995	TX-4-031-733
DACCO	DACCO, Inc. CV axle shafts, 1996: catalog	TX-4-173-747
DACCO	Dacco, Inc. converters: foreign car application suppliment [sic] Serial	TX 596-748
DACCO	Dacco, Inc. converters: [catalog] Serial	TX 1-366-496
DACCO	Converter supplement/Dacco, Inc. Serial	TX 794-997