

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM636466

| | | | |
|------------------------------|--------------------------------------|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | RELEASE OF SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| FIFTH THIRD BANK | | 04/01/2021 | National Banking Association: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | PREMIER PERFORMANCE ACQUISITION, LLC | | |
| Street Address: | 278 E. Dividend Drive | | |
| City: | Rexburg | | |
| State/Country: | IDAHO | | |
| Postal Code: | 83440 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| Name: | PREMIER PERFORMANCE, LLC | | |
| Street Address: | 278 E. Dividend Drive | | |
| City: | Rexburg | | |
| State/Country: | IDAHO | | |
| Postal Code: | 83440 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| Name: | RALLYSPORT DIRECT, LLC | | |
| Street Address: | 278 E. Dividend Drive | | |
| City: | Rexburg | | |
| State/Country: | IDAHO | | |
| Postal Code: | 83440 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| Name: | NORTHRIDGE 4X4 LLC | | |
| Street Address: | 278 E. Dividend Drive | | |
| City: | Rexburg | | |
| State/Country: | IDAHO | | |
| Postal Code: | 83440 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| Name: | STAGE 3 MOTORSPORTS, LLC | | |
| Street Address: | 278 E. Dividend Drive | | |
| City: | Rexburg | | |

OP \$465.00 5476138

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|-----------------|-------------------------------------|
| State/Country: | IDAHO |
| Postal Code: | 83440 |
| Entity Type: | Limited Liability Company: DELAWARE |
| Name: | APG GS, LLC |
| Street Address: | 278 E. Dividend Drive |
| City: | Rexburg |
| State/Country: | IDAHO |
| Postal Code: | 83440 |
| Entity Type: | Limited Liability Company: DELAWARE |

PROPERTY NUMBERS Total: 18

| Property Type | Number | Word Mark |
|----------------------|---------|--|
| Registration Number: | 5476138 | PPREMIER |
| Registration Number: | 5332656 | P |
| Registration Number: | 5404269 | PREMIER PERFORMANCE PRODUCTS DISTRIBUTIO |
| Registration Number: | 5404268 | PREMIER PERFORMANCE PRODUCTS DISTRIBUTIO |
| Registration Number: | 5136784 | PREMIER |
| Registration Number: | 5136783 | PREMIER PERFORMANCE |
| Registration Number: | 4775462 | WE SPEAK DIESEL |
| Registration Number: | 4773013 | NORTHRIDGE 4X4 |
| Registration Number: | 4772458 | NORTHRIDGE 4X4 |
| Registration Number: | 5004119 | WE SPEAK OFF-ROAD |
| Registration Number: | 5004118 | WE SPEAK PERFORMANCE |
| Registration Number: | 4107813 | WE SPEAK DIESEL |
| Registration Number: | 4869808 | RS |
| Registration Number: | 4836541 | LIFE IS TOO SHORT TO STAY STOCK |
| Registration Number: | 4012939 | RALLYSPORTDIRECT |
| Registration Number: | 5217113 | STAGE 3 MOTORSPORTS |
| Registration Number: | 3956944 | G S |
| Registration Number: | 3956941 | GRIMMSPEED |

CORRESPONDENCE DATA

Fax Number: 7045032622

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: 7045032600

Email: msheehan@kslaw.com

Correspondent Name: King & Spalding LLP

Address Line 1: 300 S. Tryon St., Ste 1700

Address Line 2: Attn: Moira Sheehan

Address Line 4: Charlotte, NORTH CAROLINA 28202

TRADEMARK

REEL: 007242 FRAME: 0900

| | |
|---|-----------------|
| ATTORNEY DOCKET NUMBER: | 23772.515013 |
| NAME OF SUBMITTER: | Moira Sheehan |
| SIGNATURE: | /Moira Sheehan/ |
| DATE SIGNED: | 04/02/2021 |
| Total Attachments: 4 source=Gearhead - Trademark Release (Executed)#page1.tif source=Gearhead - Trademark Release (Executed)#page2.tif source=Gearhead - Trademark Release (Executed)#page3.tif source=Gearhead - Trademark Release (Executed)#page4.tif | |

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of April 1, 2021, by FIFTH THIRD BANK, National Association, in its capacity as administrative agent (“Administrative Agent”) pursuant to the Security Agreements (as defined below), in favor of PREMIER PERFORMANCE ACQUISITION, LLC, a Delaware limited liability company, PREMIER PERFORMANCE, LLC, a Delaware limited liability company, RALLYSPORT DIRECT, LLC, a Delaware limited liability company, NORTHRIDGE 4X4 LLC, a Delaware limited liability company, STAGE 3 MOTORSPORTS, LLC, a Delaware limited liability company, and APG GS, LLC, a Delaware limited liability company (collectively, “Grantors”). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreements.

WITNESSETH:

WHEREAS, Grantors and Administrative Agent were parties to that certain Intellectual Property Security Agreement dated December 19, 2014, Intellectual Property Security Agreement dated April 30, 2015, Amended and Restated Intellectual Property Security Agreement dated November 13, 2017, Amended and Restated Intellectual Property Agreement dated November 13, 2017, Intellectual Property Security Agreement dated June 26, 2018 and Intellectual Property Security Agreement dated February 28, 2019 (the “Security Agreements”), pursuant to which Grantors granted a security interest to Administrative Agent in certain intellectual property, including but not limited to, the Trademark Collateral (as defined below) as security for certain obligations owing by Grantors to Administrative Agent, including certain of the Trademarks (as defined in the Security Agreements) set forth on Schedule I hereto; and

WHEREAS, the Security Agreements were recorded by the United States Patent and Trademark Office on December 24, 2014 Reel/Frame 5429/0515, on May 1, 2015 Reel/Frame 5508/0151, on January 17, 2018 Reel/Frame 6251/0406, on January 17, 2018 Reel/Frame 6251/0337, on February 27, 2019 Reel/Frame 6583/0872 and on March 7, 2019 Reel/Frame 6584/0322.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged by the parties to the Security Agreements:

1. Administrative Agent hereby releases its security interest and all of its right, title and interest in and to the following (collectively the “Trademark Collateral”):

(a) each Trademark listed on Schedule I annexed hereto, together with any renewals or extensions thereof, and all of the goodwill of the Borrowers’ business connected with the use of, and symbolized by, each such Trademark; and

(b) all proceeds of the foregoing, including without limitation, any claim by Grantors against third parties for past, present or future (i) infringement of each such Trademark, or (ii) injury to the goodwill associated with each such Trademark.

2. Administrative Agent hereby releases, grants and conveys to Grantors, without any representation, recourse or undertaking by Administrative Agent, any and all of Administrative Agent’s right, title and interest in and to the Trademark Collateral.

3. Administrative Agent hereby agrees at the Borrowers’ sole cost and expense to execute, acknowledge and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Trademark Collateral.

[Signature Page Follows]

IN WITNESS WHEREOF, Administrative Agent has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

FIFTH THIRD BANK, as Administrative Agent





By:  _____

Name: Shane Johnson

Title: Executive Director

SCHEDULE I

Trademark Registrations

| Trademark | Application Number | Registration Number |
|---|--------------------|---------------------|
|  | 87072106 | 5476138 |
|  | 87072088 | 5332656 |
| PREMIER PERFORMANCE PRODUCTS DISTRIBUTION | 87072098 | 5404269 |
|  | 87072082 | 5404268 |
| PREMIER | 87072103 | 5136784 |
| PREMIER PERFORMANCE | 87072090 | 5136783 |
| WE SPEAK DIESEL | 86304411 | 4775462 |
|  | 86471320 | 4773013 |
| NORTHRIDGE 4X4 | 86450532 | 4772458 |

| | | |
|---|----------|---------|
| WE SPEAK OFF-ROAD | 86450526 | 5004119 |
| WE SPEAK PERFORMANCE | 86450512 | 5004118 |
| We Speak Diesel | 85261299 | 4107813 |
|  | 86570413 | 4869808 |
| LIFE IS TOO SHORT TO STAY STOCK | 86570284 | 4836541 |
| RALLYSPORTDIRECT | 77790559 | 4012939 |
| STAGE 3 MOTORSPORTS | 87191903 | 5217113 |
|  | 85011385 | 3956944 |
| GRIMMSPEED | 85010794 | 3956941 |

Trademark Applications

None.