

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM822001

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks Recorded at Reel 6684, Frame 0625		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wilmington Trust, National Association, as administrative agent and collateral agent		07/03/2023	National Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Cardone Industries, Inc.		
Street Address:	5501 Whitaker Ave		
City:	Philadelphia		
State/Country:	PENNSYLVANIA		
Postal Code:	19124		
Entity Type:	Corporation: PENNSYLVANIA		
Name:	Smart Choice, LLC		
Street Address:	208 NE Front Street, Suite 101		
City:	Milford		
State/Country:	DELAWARE		
Postal Code:	19963		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 44			
Property Type	Number	Word Mark	
Registration Number:	1226585	A1	
Registration Number:	1812087	PRO TECH	
Registration Number:	2080671	A1	
Registration Number:	2076817	CARDONE	
Registration Number:	2330881	REMAN.IT'S WHAT WE DO.	
Registration Number:	2860828	FRICTION CHOICE	
Registration Number:	2928599	A1 CARDONE	
Registration Number:	2986974	CARDONE SELECT	
Registration Number:	3230206	CARDONE SELECT	
Registration Number:	3233923	CARDONE WEBCAT	
Registration Number:	3758046	S3 SUPERIOR STEERING SOLUTIONS	

CH \$1115.00 1226585

Property Type	Number	Word Mark
Registration Number:	3758048	S3 SUPERIOR STEERING SOLUTIONS
Registration Number:	3444324	CARDONE
Registration Number:	3680533	TOTAL ECLIPSE
Registration Number:	3680534	TOTAL ECLIPSE
Registration Number:	3683755	QUALITY. BEYOND A SHADOW OF A DOUBT.
Registration Number:	3716185	C
Registration Number:	3659298	MAG-FLOW
Registration Number:	3661977	MAG-FLOW
Registration Number:	3245426	CARDONE SELECT
Registration Number:	3900016	MAGNA-PURE
Registration Number:	4116122	ASCENSION
Registration Number:	4176607	ASCENSION PREMIUM IMPACT PARTS
Registration Number:	4059415	3F FLUID/ FLUSH/ FILTER
Registration Number:	4146199	OEM ORIGINAL EQUIPMENT REMANUFACTURED
Registration Number:	4267746	MAGNA-PURE
Registration Number:	4748960	ASCENSION PARTS
Registration Number:	4886587	CARDONE ENGINEERED FOR SUSTAINABILITY
Registration Number:	4712636	CARDONE SERVICE PLUS
Registration Number:	4864359	CARDONE ULTRA
Registration Number:	4842705	ULTRA C
Serial Number:	86588178	SMASHING 7
Serial Number:	87075481	CARDONE.COM
Registration Number:	6540073	CARDONE
Registration Number:	6521034	CARDONE
Registration Number:	6555392	CARDONE WE BUILD IT BETTER
Serial Number:	87795633	CARDONE ECO TURBO
Serial Number:	87795643	CARDONE ECO TURBO SYSTEMS
Serial Number:	87795649	ROTOMASTER ECO TURBO
Serial Number:	87795658	ROTOMASTER ECO TURBO SYSTEMS
Serial Number:	87900280	TOTAL ECLIPSE
Serial Number:	87910245	FEROCE PERFORMANCE
Serial Number:	88088400	FEROCE PERFORMANCE
Serial Number:	88255171	BLUE PHOENIX

CORRESPONDENCE DATA

Fax Number:

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: 2136207848

Email: iprecordations@whitecase.com
Correspondent Name: Justine Lu/White & Case LLP
Address Line 1: 555 South Flower Street, Suite 2700
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER: 1111779-3940-S216

NAME OF SUBMITTER: Justine Lu

SIGNATURE: /Justine Lu/

DATE SIGNED: 07/05/2023

Total Attachments: 6

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

This Termination and Release of Security Interest in Trademarks (“Release”) is made as of July 3, 2023, by **WILMINGTON TRUST, NATIONAL ASSOCIATION**, as administrative agent and collateral agent for the benefit of the Lenders (in such capacities, together with its successors and assigns, “Administrative Agent”) in favor of **CARDONE INDUSTRIES, INC.**, a Pennsylvania corporation with an address at 5501 Whitaker Ave, Philadelphia, Pennsylvania 19124, and **SMART CHOICE, LLC**, a Delaware limited liability company with an address at 208 NE Front Street, Suite 101, Milford, Delaware 19963 (each, a “Grantor” and collectively, the “Grantors”).

W I T N E S S E T H:

WHEREAS, the Grantors entered into a certain trademark security agreement dated July 2, 2019 (the “Trademark Security Agreement”) with Administrative Agent, notice of which was recorded on July 2, 2019 at the United States Patent and Trademark Office at Reel 6684, Frame 0625.

Capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement.

WHEREAS, each Grantor granted the Administrative Agent, under the terms of the Trademark Security Agreement, a continuing security interest (the “Security Interest”) in favor of the Administrative Agent, in all of each such Grantor’s right, title and interest in and to the Trademark Collateral, including without limitation the Trademarks listed in **Schedule A**.

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in all such Trademark Collateral as herein provided.

NOW, THEREFORE, in consideration of the foregoing and intending to be legally bound, the Administrative Agent, for itself and on behalf of the lenders in association with the Security Interest, (i) hereby releases, terminates and discharges (in each case, without any recourse to, or any representation or warranty by, the Administrative Agent) any and all of its interest in the Trademark Collateral of the Grantors, including all of the goodwill of each such Grantor’s business symbolized by the Trademarks and associated therewith, and assigns, transfers and conveys to Grantors, (ii) terminates the Trademark Security Agreement and (iii) if and to the extent the Administrative Agent has acquired any right, title or interest in, to or under the Trademark Collateral, re-assigns to the Grantors any right, title and interest it or they have in, to and under the Trademark Collateral, in the case of each of clauses (i) through (iii), without any recourse to, or any representation or warranty by, the Administrative Agent.

This Release shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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

**WILMINGTON TRUST, NATIONAL
ASSOCIATION,**
as Administrative Agent

By: Megan Funk

Name: Megan Funk
Title: Assistant Vice President

SCHEDULE A
TRADEMARKS

	Serial #: <u>73327283</u> Filing Dt: 09/08/1981 Reg #: <u>1226585</u> Reg. Dt: 02/08/1983 Mark: A1
2	Serial #: <u>74293853</u> Filing Dt: 07/13/1992 Reg #: <u>1812087</u> Reg. Dt: 12/21/1993 Mark: PRO TECH
3	Serial #: <u>74724319</u> Filing Dt: 08/28/1995 Reg #: <u>2080671</u> Reg. Dt: 07/22/1997 Mark: A1
4	Serial #: <u>74724320</u> Filing Dt: 08/28/1995 Reg #: <u>2076817</u> Reg. Dt: 07/08/1997 Mark: CARDONE
5	Serial #: <u>75469515</u> Filing Dt: 04/17/1998 Reg #: <u>2330881</u> Reg. Dt: 03/21/2000 Mark: REMAN.IT'S WHAT WE DO.
6	Serial #: <u>76385394</u> Filing Dt: 03/21/2002 Reg #: <u>2860828</u> Reg. Dt: 07/06/2004 Mark: FRICTION CHOICE
7	Serial #: <u>76572749</u> Filing Dt: 01/29/2004 Reg #: <u>2928599</u> Reg. Dt: 03/01/2005 Mark: A1 CARDONE
8	Serial #: <u>76574224</u> Filing Dt: 02/05/2004 Reg #: <u>2986974</u> Reg. Dt: 08/23/2005 Mark: CARDONE SELECT
9	Serial #: <u>76588903</u> Filing Dt: 04/27/2004 Reg #: <u>3230206</u> Reg. Dt: 04/17/2007 Mark: CARDONE SELECT
10	Serial #: <u>76599472</u> Filing Dt: 06/28/2004 Reg #: <u>3233923</u> Reg. Dt: 04/24/2007 Mark: CARDONE WEBCAT
11	Serial #: <u>77263593</u> Filing Dt: 08/24/2007 Reg #: <u>3758046</u> Reg. Dt: 03/09/2010 Mark: S3 SUPERIOR STEERING SOLUTIONS
12	Serial #: <u>77264921</u> Filing Dt: 08/27/2007 Reg #: <u>3758048</u> Reg. Dt: 03/09/2010 Mark: S3 SUPERIOR STEERING SOLUTIONS
13	Serial #: <u>77266377</u> Filing Dt: 08/28/2007 Reg #: <u>3444324</u> Reg. Dt: 06/10/2008 Mark: CARDONE
14	Serial #: <u>77328962</u> Filing Dt: 11/14/2007 Reg #: <u>3680533</u> Reg. Dt: 09/08/2009 Mark: TOTAL ECLIPSE
15	Serial #: <u>77328975</u> Filing Dt: 11/14/2007 Reg #: <u>3680534</u> Reg. Dt: 09/08/2009 Mark: TOTAL ECLIPSE

16	Serial #: <u>77328988</u> Mark: QUALITY. BEYOND A SHADOW OF A DOUBT.	Filing Dt: 11/14/2007	Reg #: <u>3683755</u>	Reg. Dt: 09/15/2009
17	Serial #: <u>77460273</u> Mark: C	Filing Dt: 04/29/2008	Reg #: <u>3716185</u>	Reg. Dt: 11/24/2009
18	Serial #: <u>77976745</u> Mark: MAG-FLOW	Filing Dt: 08/24/2007	Reg #: <u>3659298</u>	Reg. Dt: 07/21/2009
19	Serial #: <u>77977394</u> Mark: MAG-FLOW	Filing Dt: 08/27/2007	Reg #: <u>3661977</u>	Reg. Dt: 07/28/2009
20	Serial #: <u>78566466</u> Mark: CARDONE SELECT	Filing Dt: 02/14/2005	Reg #: <u>3245426</u>	Reg. Dt: 05/22/2007
21	Serial #: <u>85039037</u> Mark: MAGNA-PURE	Filing Dt: 05/14/2010	Reg #: <u>3900016</u>	Reg. Dt: 01/04/2011
22	Serial #: <u>85235678</u> Mark: ASCENSION	Filing Dt: 02/07/2011	Reg #: <u>4116122</u>	Reg. Dt: 03/20/2012
23	Serial #: <u>85268136</u> Mark: ASCENSION PREMIUM IMPACT PARTS	Filing Dt: 03/16/2011	Reg #: <u>4176607</u>	Reg. Dt: 07/17/2012
24	Serial #: <u>85281207</u> Mark: 3F FLUID/ FLUSH/ FILTER	Filing Dt: 03/30/2011	Reg #: <u>4059415</u>	Reg. Dt: 11/22/2011
25	Serial #: <u>85429003</u> Mark: OEM ORIGINAL EQUIPMENT REMANUFACTURED	Filing Dt: 09/22/2011	Reg #: <u>4146199</u>	Reg. Dt: 05/22/2012
26	Serial #: <u>85613418</u> Mark: MAGNA-PURE	Filing Dt: 05/01/2012	Reg #: <u>4267746</u>	Reg. Dt: 01/01/2013
27	Serial #: <u>86174321</u> Mark: ASCENSION PARTS	Filing Dt: 01/24/2014	Reg #: <u>4748960</u>	Reg. Dt: 06/02/2015
28	Serial #: <u>86348549</u> Mark: CARDONE ENGINEERED FOR SUSTAINABILITY	Filing Dt: 07/25/2014	Reg #: <u>4886587</u>	Reg. Dt: 01/12/2016
29	Serial #: <u>86415695</u> Mark: CARDONE SERVICE PLUS	Filing Dt: 10/06/2014	Reg #: <u>4712636</u>	Reg. Dt: 03/31/2015
30	Serial #: <u>86438118</u> Mark: CARDONE ULTRA	Filing Dt: 10/29/2014	Reg #: <u>4864359</u>	Reg. Dt: 12/01/2015
31	Serial #: <u>86438135</u> Mark: ULTRA C	Filing Dt: 10/29/2014	Reg #: <u>4842705</u>	Reg. Dt: 10/27/2015
32	Serial #: <u>86588178</u> Mark: SMASHING 7	Filing Dt: 04/06/2015	Reg #: NONE	Reg. Dt:
33	Serial #: <u>87075481</u>	Filing Dt: 06/17/2016	Reg #: NONE	Reg. Dt:

	Mark: CARDONE.COM			
34	Serial #: <u>87549401</u> Mark: CARDONE	Filing Dt: 08/01/2017	Reg #: <u>6540073</u>	Reg. Dt: 10/26/2021
35	Serial #: <u>87550796</u> Mark: CARDONE	Filing Dt: 08/01/2017	Reg #: <u>6521034</u>	Reg. Dt: 10/12/2021
36	Serial #: <u>87608134</u> Mark: CARDONE WE BUILD IT BETTER	Filing Dt: 09/14/2017	Reg #: <u>6555392</u>	Reg. Dt: 11/09/2021
37	Serial #: <u>87795633</u> Mark: CARDONE ECO TURBO	Filing Dt: 02/13/2018	Reg #: NONE	Reg. Dt:
38	Serial #: <u>87795643</u> Mark: CARDONE ECO TURBO SYSTEMS	Filing Dt: 02/13/2018	Reg #: NONE	Reg. Dt:
39	Serial #: <u>87795649</u> Mark: ROTOMASTER ECO TURBO	Filing Dt: 02/13/2018	Reg #: NONE	Reg. Dt:
40	Serial #: <u>87795658</u> Mark: ROTOMASTER ECO TURBO SYSTEMS	Filing Dt: 02/13/2018	Reg #: NONE	Reg. Dt:
41	Serial #: <u>87900280</u> Mark: TOTAL ECLIPSE	Filing Dt: 04/30/2018	Reg #: NONE	Reg. Dt:
42	Serial #: <u>87910245</u> Mark: FEROCCE PERFORMANCE	Filing Dt: 05/07/2018	Reg #: NONE	Reg. Dt:
43	Serial #: <u>88088400</u> Mark: FEROCCE PERFORMANCE	Filing Dt: 08/22/2018	Reg #: NONE	Reg. Dt:
44	Serial #: <u>88255171</u> Mark: BLUE PHOENIX	Filing Dt: 01/09/2019	Reg #: NONE	Reg. Dt: