FORM PTO-1594

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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

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| To the Honorable Commissioner of Patents and Trademarks: | Please record the attached original documents or copy thereof. | | | | | | | |
| 1. Name of conveying party(ies): Tenneco Management Company | 2. Name and address of receiving party(ies): | | | | | | | |
| □ Individual(s) □ Association | Name:TENNECO AUTOMOTIVE INC. | | | | | | | |
| ☐ General Partnership ☐ Limited Partnership | Internal Address: | | | | | | | |
| \boxtimes Corporation-State (DE) /0 -2-0 ∇ | Street Address: _500 North Field Drive | | | | | | | |
| □ Other | City: <u>Lake Forest</u> State: <u>IL</u> ZIP: 60045 | | | | | | | |
| Additional name(s) of conveying party(ies) attached? Yes No | | | | | | | | |
| 3. Nature of conveyance: | ☐ Individual(s) citizenship | | | | | | | |
| ■ Assignment | □ Association | | | | | | | |
| □ Security Agreement □ Change of Name | □ General Partnership | | | | | | | |
| , , | ☐ Limited Partnership | | | | | | | |
| □ Other | | | | | | | | |
| Execution Date: November 4, 1999 | ☐ Other If assignee is not domiciled in the United States, a domestic representative designation is attached: (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? ☐ Yes No | | | | | | | |
| 4. Application number(s) or registration number(s): | | | | | | | | |
| | B. Trademark Registration No.(s) 1,250,178; 1,251,601; 2,080,683 | | | | | | | |
| A. Trademark Application No.(s) | 1,810,661; 2,192,498 | | | | | | | |
| Additional numbers attached? □ Yes 🗵 No | | | | | | | | |
| 5. Name and address of party to whom correspondence | 6. Total number of applications and | | | | | | | |
| concerning document should be mailed: | registrations involved: | | | | | | | |
| Name: Kristopher E. Ahrend, Esq. | 7. Total fee (37 CFR 3.41): | | | | | | | |
| Internal Address: Simpson Thacher & Bartlett | ⊠ Enclosed | | | | | | | |
| | □ Authorized to be charged to deposit account | | | | | | | |
| | 8. Deposit account number: | | | | | | | |
| Street Address: 425 Lexington Avenue | | | | | | | | |
| Street Address. 125 Examples Avenue | | | | | | | | |
| | (Attached duplicate copyof this page if paying by deposit account) | | | | | | | |
| City: New York State: New York ZIP: 10017 | | | | | | | | |
| DO NOT USE | THIS SPACE | | | | | | | |
| 9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true document. | e and correct and any attached copy is a true copy of the original | | | | | | | |
| Kristopher E. Ahrend, Esq. | L 10/2/00 | | | | | | | |
| Name of Person Signing | Signature Date | | | | | | | |
| | Total number of pages comprising cover sheet: 6 | | | | | | | |

ASSIGNMENT OF TRADEMARK REGISTRATIONS AND APPLICATIONS

WHEREAS, TENNECO MANAGEMENT COMPANY ("TMC"), a Delaware corporation, having a business address of 1275 King Street, Greenwich, Connecticut 06831, is the owner of the trademarks listed on Schedules A and B attached hereto, including United States and foreign registrations and applications therefor (hereinafter referred to individually and collectively as the "Trademark").

WHEREAS, TENNECO AUTOMOTIVE INC. (to be renamed TENNECO AUTOMOTIVE OPERATING COMPANY INC.) ("TAI"), a Delaware corporation having a business address of 500 North Field Drive, Lake Forest, Illinois 60045, desires to acquire the right, title, and interest in and to the Trademark.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, TMC does hereby assign to TAI all of its right, title, and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademarks, and all rights to sue and collect damages for past infringements, if any.

TMC shall provide to TAI, its successors, assigns or other legal representatives, cooperation and assistance at TAI's request and reasonable expense (including the execution and delivery of any and all affidavits, declarations, oaths, samples, powers of attorney, assignment documents, exhibits, specimens and other documentation as may be reasonably required): (1) in the preparation and prosecution of any applications for registration or any applications for

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renewal of registrations anywhere in the world; (2) in the prosecution or defense of any oppositions or defense of any oppositions, interferences, infringement suits, or other proceedings that may arise in connection with the Trademark anywhere in the world, including, but not limited to, testifying as to any facts relating to the Trademark assigned herein and this assignment; (3) in obtaining any additional trademark protection that TAI may deem appropriate which may be secured under the laws now or hereafter in effect in the United States or throughout the world; and (4) in the implementation or perfection of this assignment.

TENNECO MANAGEMENT COMPANY

By: _______ argente

Name: DON P. CARPENTER

Title: VICE PRESIDENT

Date: NOVEMBER 4, 1994

STATE OF Score) ss

personally appeared <u>Novelle</u>, 1999, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of Tenneco Management Co. Inc.

Notary Public

"OFFICIAL SEAL"
BONNIE E. HEACOCK
Notary Public, State of Illinois
My Commission Expires Jan. 22, 2002

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SCHEDULE A

United States Trademark Registrations

| Trademark | Country | Registration No. | Registration Date |
|----------------------------------|---------------|------------------|-------------------|
| TENNECO | United States | 1250178 | 06SE1983 |
| TENNECO | United States | 1251601 | 20SE1983 |
| TENNECO | United States | 2080683 | 22JL1997 |
| TENNECO HEAVY DUTY BRAKE LTD. | United States | 1810661 | 14DE1993 |
| TENNECO & DESIGN | United States | 2192498 | 29SE1998 |

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RECORDED: 10/02/2000