

08-12-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0751-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



6/9/04

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TRADEMARK

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Aaron's Automotive Products, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Execution Date(s) March 23, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: PROformance Powertrain Productions, Inc.

Internal

Address: _____

Street Address: 2720 North Airport Commerce Ave.

City: Springfield

State: Missouri

Country: USA Zip: 65803

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Delaware

Other Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,232,536

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

PROFORMANCE

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Jill M. Pietrini

Internal Address: _____

Street Address: 11355 W. Olympic Blvd.

City: Los Angeles

State: CA Zip: 90064

Phone Number: (310) 312-4000

Fax Number: (310) 312-4224

Email Address: jpietrini@manatt.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

- a. Credit Card Last 4 Numbers _____
Expiration Date _____
- b. Deposit Account Number 131 24
Authorized User Name Jill Pietrini

9. Signature:

Jill M. Pietrini
Signature

Name of Person Signing

8-9-04
Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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TRADEMARK
REEL: 003026 FRAME: 0760

**ASSIGNMENT OF TRADEMARKS AND
REGISTRATIONS THEREOF**

This assignment is made by and between Aaron's Automotive Products, Inc., a corporation existing under the laws of the State of Delaware, having a principal place of business at 2600 North Westgate Avenue, Springfield, Missouri 65803 ("Aaron's Automotive") and ATC Aftermarket, Inc., a corporation existing under the laws of the State of Delaware; subsequently thereto merging into ATAT Remanufacturing, Inc., a corporation existing under the laws of the State of Delaware; the name of the surviving company of said merger being changed to PROformance Powertrain Productions, Inc., a corporation existing under the laws of the State of Delaware, having its principal place of business at 2720 North Airport Commerce Avenue, Springfield, Missouri 65803 (hereinafter "Assignee").

WHEREAS, Aaron's Automotive owns all rights, title and interest in and to the trademark and United States, Canadian, and Mexican registrations thereof identified below (hereinafter the "Mark" and "Registrations", respectively), along with the goodwill of the business appurtenant to said Mark:

Trademark	Registration No.	Registration Date	Country
PROFORMANCE	2,232,536	March 16, 1999	U.S.A.
PROFORMANCE	TMA 483881	October 9, 1997	Canada
PROFORMANCE	566711	December 15, 1997	Mexico

WHEREAS, Assignee desires to acquire all right, title and interest to the Mark and Registrations.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Aaron's Automotive hereby assigns to Assignee all right, title and interest in the United States, Canada, Mexico, and in any other country in the world in and to the Mark and Registrations, together with the goodwill of the business

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