

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		01/14/2011	National Banking Association:

RECEIVING PARTY DATA

Name:	O'Reilly Automotive Stores, Inc.
Street Address:	233 South Patterson
City:	Springfield
State/Country:	MISSOURI
Postal Code:	65802
Entity Type:	National Banking Association: MISSOURI

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	2397095	BESTEST
Serial Number:	77207154	BRAKEBEST
Registration Number:	1957494	BRAKEBEST
Registration Number:	3328063	CERTIFIED AUTO REPAIR
Serial Number:	77294804	CUSTOMIZE YOUR RIDE
Serial Number:	77432115	FIRST CALL
Registration Number:	2032675	FIRST CALL
Serial Number:	77181633	FROM OUR STORE TO YOUR DOOR
Registration Number:	0961122	HI-LO
Serial Number:	77294801	LOW PRICE GUARANTEE!
Serial Number:	77432118	MASTER PRO
Serial Number:	77206993	MASTER PRO
Registration Number:	2817849	MASTER PRO
Registration Number:	2831922	MICRO-GARD

CH \$1090.00 2397095

Serial Number:	77312526	MILES AHEAD
Serial Number:	77312529	MILES AHEAD
Serial Number:	77048423	MILES AHEAD
Registration Number:	3409825	MILES AHEAD
Registration Number:	1984706	OMNISPARK
Serial Number:	77294806	O
Serial Number:	77432123	O'REILLY
Serial Number:	77354486	O'REILLY
Serial Number:	77294718	O'REILLY
Serial Number:	77354493	O'REILLY AUTO COLOR PROFESSIONAL PAINT PEOPLE
Registration Number:	1699577	O'REILLY AUTOMOTIVE
Registration Number:	1896667	O'REILLY AUTO PARTS
Serial Number:	77294813	O'REILLY AUTO PARTS PROFESSIONAL PARTS PEOPLE
Serial Number:	77432110	O'REILLY RACING
Serial Number:	77257206	OUR STORE TO YOUR DOOR
Serial Number:	77172910	PARTS CITY
Serial Number:	77328506	PARTSCITY AUTO COLOR PROFESSIONAL PAINT PEOPLE
Serial Number:	77182274	PARTS CITY AUTO PARTS
Serial Number:	77181754	PARTS CITY AUTO PARTS
Serial Number:	77263453	PARTS CITY TOOL BOX
Registration Number:	1792887	PARTS PAYOFF
Registration Number:	2717226	POWER TORQUE
Serial Number:	77354481	SUPER START
Registration Number:	2287640	SUPER START
Registration Number:	2263100	SUPER START
Registration Number:	2503670	THERMO PRO
Serial Number:	77382215	TOOL BOX
Registration Number:	2382623	ULTIMA
Registration Number:	2441888	ULTIMA

CORRESPONDENCE DATA

Fax Number: (212)735-2000

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (212) 735-2656

Email: eziff@skadden.com, smarquez@skadden.com

Correspondent Name: Elaine D. Ziff

TRADEMARK
REEL: 004461 FRAME: 0528

Address Line 1: Four Times Square
Address Line 2: Skadden, Arps, Slate, Meagher & Flom LLP
Address Line 4: New York, NEW YORK 10036-6522

ATTORNEY DOCKET NUMBER: 027790/14

NAME OF SUBMITTER: Elaine D. Ziff

Signature: /eziff/

Date: 01/27/2011

Total Attachments: 5

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TERMINATION OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

January 14, 2011

WHEREAS, O'REILLY AUTOMOTIVE STORES, INC. (formerly known as O'REILLY AUOMOTIVE, INC.), a Missouri corporation (the "Grantor"), had granted to BANK OF AMERICA, N.A., as Collateral Agent (the "Secured Party"), a security interest (the "Security Interest") in the Grantor's trademarks and trademark applications (collectively, the "Trademarks") and the goodwill associated therewith pursuant to a certain GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS dated July 11, 2008 (the "Agreement"), which was filed at the United States Patent and Trademark Office on July 28, 2008 and recorded on Reel 3823, Frame 0854; and


WHEREAS, the Grantor has satisfied its obligations under the Agreement and the Secured Party has agreed to terminate the Security Interest.

NOW, THEREFORE, the Secured Party releases and discharges its security interest in, and reassigns to the Grantor, any and all interest in the Trademarks, including, without limitation, those listed on Schedule A attached hereto, together with the goodwill associated therewith. The Secured Party agrees that, upon request of the Grantor or any successor-in-interest or assignee thereof, and at the Grantor's expense, the Secured Party will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by the Grantor, or any successor-in-interest or assignee thereof, to effectuate the release of interests contemplated herein.

[Signature page follows next.]

IN WITNESS WHEREOF, the Secured Party, by the signature below of its duly authorized representative, agrees to be bound by the provisions of this Termination of Security Interest in United States Trademarks as of the date above first written. This document is intended to take effect as a sealed instrument.


BANK OF AMERICA, N.A., as Collateral Agent,
as Secured Party

By: 
Name: Mark D. Twomey
Title: Senior Vice President

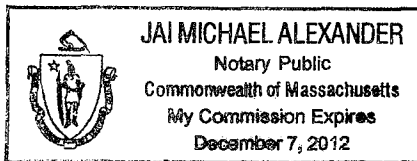
CERTIFICATE OF ACKNOWLEDGMENT

STATE/Commonwealth of MASSACHUSETTS §
§
COUNTY OF SUFFOLK §

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 13TH day of January, 2011, personally appeared Mark D. Twomey to me known personally or proved through satisfactory evidence of identification to be the person whose name is signed on the attached document, and who declared the foregoing instrument to be the free act and deed of said person.











Notary Public
My commission expires: DEC. 7, 2012



SCHEDULE A

TRADEMARKS

<u>MARK</u>	<u>REGISTRATION NUMBER/APPLICATION NUMBER</u>	<u>REGISTRATION DATE/APPLICATION DATE</u>
BESTEST	2397095	24-OCT-2000
BRAKEBEST	(77207154)	(15-JUN-2007)
BRAKEBEST	1957494	20-FEB-1996
	3328063	30-OCT-2007
CUSTOMIZE YOUR RIDE	(77294804)	(03-OCT-2007)
FIRST CALL	(77432115)	(26-MAR-2008)
FIRST CALL	2032675	21-JAN-1997
FROM OUR STORE TO YOUR DOOR	(77181633)	(15-MAY-2007)
HI-LO	0961122	12-JUN-1973
LOW PRICE GUARANTEE!	(77294801)	(03-OCT-2007)
MASTER PRO	(77432118)	(26-MAR-2008)
MASTER PRO	(77206993)	(15-JUN-2007)
MASTER PRO	2817849	24-FEB-2004
MICRO-GARD	2831922	13-APR-2004
	(77312526)	(24-OCT-2007)
MILES AHEAD	(77312529)	(24-OCT-2007)
MILES AHEAD	(77048423)	(21-NOV-2006)

<u>MARK</u>	<u>REGISTRATION NUMBER/APPLICATION NUMBER</u>	<u>REGISTRATION DATE/APPLICATION DATE</u>
MILES AHEAD	3409825	08-APR-2008
OMNISPARK	1984706	02-JUL-1996
	(77294806)	(03-OCT-2007)
O'REILLY	(77432123)	(26-MAR-2008)
	(77354486)	(18-DEC-2007)
O'REILLY	(77294718)	(03-OCT-2007)
	(77354493)	(18-DEC-2007)
O'REILLY AUTOMOTIVE	1699577	07-JUL-1992
	1896667	30-MAY-1995
	(77294813)	(03-OCT-2007)
O'REILLY RACING	(77432110)	(26-MAR-2008)
OUR STORE TO YOUR DOOR	(77257206)	(16-AUG-2007)
PARTS CITY	(77172910)	(04-MAY-2007)
PARTSCITY AUTO COLOR PROFESSIONAL PAINT  PEOPLE	(77328506)	(13-NOV-2007)

<u>MARK</u>	<u>REGISTRATION NUMBER/APPLICATION NUMBER</u>	<u>REGISTRATION DATE/APPLICATION DATE</u>
	(77182274)	(16-MAY-2007)
PARTS CITY AUTO PARTS	(77181754)	(15-MAY-2007)
PARTS CITY TOOL BOX	(77263453)	(24-AUG-2007)
PARTS PAYOFF	1792887	14-SEP-1993
POWER TORQUE	2717226	20-MAY-2003
	(77354481)	(18-DEC-2007)
	2287640	19-OCT-1999
SUPER START	2263100	20-JUL-1999
THERMO PRO	2503670	06-NOV-2001
	(77382215)	(28-JAN-2008)
ULTIMA	2382623	05-SEP-2000
	2441888	10-APR-2001

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SCHEDULE A TO TERMINATION OF SECURITY INTEREST IN UNITED STATES TRADEMARKS
(O'REILLY AUTOMOTIVE STORES, INC.)

RECORDED: 01/27/2011

TRADEMARK
REEL: 004461 FRAME: 0534