

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		GRANT OF A SECURITY INTEREST - TRADEMARKS	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Walbro Engine Management, L.L.C.		06/27/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Ableco Finance LLC, as collateral agent		
Street Address:	299 Park Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10171		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85403312	EEM	
CORRESPONDENCE DATA			
Fax Number:	(212)593-5955		
Phone:	212-756-2494		
Email:	marisa.davidson@srz.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	M. Davidson c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	22nd Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	014951-0775		
NAME OF SUBMITTER:	Marisa Davidson (014951-0775)		
Signature:	/kc for md/		

CH \$40.00 85403312

Date:

09/09/2011

Total Attachments: 4

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GRANT OF A SECURITY INTEREST -- TRADEMARKS

WHEREAS, Walbro Engine Management, L.L.C., a Delaware limited liability company (the "Grantor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated April 27, 2007 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Ableco Finance LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Grantee"); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

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IN WITNESS WHEREOF, the Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 22 2011.

WALBRO ENGINE MANAGEMENT, L.L.C.

By: Edward K. Duple
Name: Edward K. Duple
Title: Secretary

Grant of Security Interest (Trademarks)

TRADEMARK
REEL: 004621 FRAME: 0650

SCHEDULE A TO GRANT OF A SECURITY INTEREST - TRADEMARKS

TRADEMARKS AND TRADEMARK APPLICATIONS

Title	Register Number	Registration Date	Serial Number	File Date	Status
WALBRO (Word Mark)	938745	7-25-1972	72/388448	4-5-1971	Registered
"W WALBRO" (Slanted Design)	3287832	9-4-2007	78/661094	6-29-2005	Registered
We enable Machines that make life better	3678282	9-8-2009	77/300758	10-10-2007	Registered

SUPPLEMENT NO. 1 TO SCHEDULE A
TO
GRANT OF A SECURITY INTEREST -- TRADEMARKS

Owner: Walbro Engine Management, L.L.C.

Trademark Application

Country	Mark	Application Number
USA	EEM	85/403,312