

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM305508

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Standard Motor Products, Inc.		04/21/2014	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	General Electric Capital Corporation, as Agent		
Street Address:	401 Merrit Seven		
City:	Norwalk		
State/Country:	CONNECTICUT		
Postal Code:	06851		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3791355	ANNEX MANUFACTURING, INC.	
Registration Number:	3897789	PRO SOURCE HEATER CORES	
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Email:	marina.kelly@thomsonreuters.com		
Correspondent Name:	James Murray		
Address Line 1:	4400 Easton Commons Way Suite 125		
Address Line 2:	CT Lien Solutions		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	James Murray		
SIGNATURE:	/Marina Kelly, Thomson Reuters/		
DATE SIGNED:	05/23/2014		
Total Attachments: 7			
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OP \$65.00 3791355

TRADEMARK

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Standard Motor Products, Inc.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: New York
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes
 No

Name: General Electric Capital Corporation, as Agent

Internal Address: _____
Address: _____

Street Address: 401 Merritt Seven

City: Norwalk

State: Connecticut

Country: USA Zip: 06851

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)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) April 21, 2014

- Assignment Merger
 Security Agreement Change of Name
 Other _____

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

A. Trademark Application No.(s)
See Schedule A attached

B. Trademark Registration No.(s)
See Schedule A attached

Additional sheet(s) attached? Yes No

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

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

Name: James Murray

Internal Address: CT Lien Solutions

Street Address: 4400 Easton Commons Way
Suite 125

City: Columbus

State: OH Zip: 43219

Phone Number: 614-280-3566

Fax Number: 800-914-4240

Email Address: james.murray@wolterskluwer.com

6. Total number of applications and registrations involved:

2

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

- 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 _____

Authorized User Name _____

9. Signature:



Signature

May 23, 2014

Date

Leslie Kirsner

Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 005286 FRAME: 0056

TRADEMARK ASSIGNMENT OF SECURITY INTEREST

WHEREAS, STANDARD MOTOR PRODUCTS, INC., a corporation formed under the laws of New York, located at 37-18 Northern Boulevard, Long Island City, New York 11101 (“Grantor”), has adopted, used and is using the marks shown in the attached Schedule A (the “Marks”), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to General Electric Capital Corporation (“GECC”) and various other financial institutions (collectively, “Lenders”) and GECC as agent for Lenders (“Agent”) pursuant to (i) a certain Third Amended and Restated Credit Agreement, dated as of November 10, 2010, among Grantor, Agent, Lenders and certain other credit parties, (ii) a certain Amended and Restated Security Agreement dated as of February 7, 2003 and (iii) a certain Amended and Restated Trademark Security Agreement, dated February 7, 2003 made by Grantor in favor of Agent for the ratable benefit of the Lenders (as each may be amended, restated, supplemented or otherwise modified from time to time, the “Agreements”); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby (i) assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof and (ii) agrees that Schedule A to the Amended and Restated Trademark Security Agreement is hereby amended to include the Trademarks listed on Schedule A attached hereto.

Dated: New York, New York
April 21, 2014

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

STANDARD MOTOR PRODUCTS, INC.

By: 

Name: Robert H. Martin

Its: Treasurer

GENERAL ELECTRIC CAPITAL
CORPORATION, as Agent

By: _____

Name:

Its:

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

STANDARD MOTOR PRODUCTS, INC.

By: _____
Name: Robert H. Martin
Its: Treasurer

GENERAL ELECTRIC CAPITAL
CORPORATION, as Agent

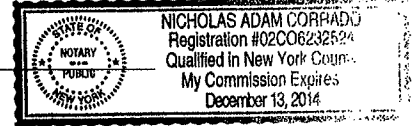
By: 
Name: **Daniel T. Eubanks**
Its: **Duly Authorized Signatory**

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 21st day of April, 2014, before me personally came Robert H. Martin, to me known, who, being by me duly sworn, did depose and say that he is the Treasurer of Standard Motor Products, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public



STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this _____ day of _____, 2014, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of General Electric Capital Corporation, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 21st day of April, 2014, before me personally came Robert H. Martin, to me known, who, being by me duly sworn, did depose and say that he is the Treasurer of Standard Motor Products, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public

connecticut
STATE OF NEW YORK)

FAIRFIELD : ss.: *NORWALK*

COUNTY OF NEW YORK)

On this 21st day of APRIL, 2014, before me personally came Tom Lubanks, to me known, who, being by me duly sworn, did depose and say that s/he is the duly AUTHORIZED SIGNATORY of General Electric Capital Corporation, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Alice M. Carella
Notary Public

ALICE M. CARELLA
NOTARY PUBLIC
STATE OF CONNECTICUT
My Commission Expires May 31, 2015

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated April 30, 2012, by and between Standard Motor Products, Inc. and General Electric Capital Corporation, as Agent.

Owner	Mark	Reg. No.	App. No.	Reg. Date	Jurisdiction
Standard Motor Products, Inc.	ANNEX MANUFACTURING, INC.	3791355	77738611	May 18, 2010	U.S.
Standard Motor Products, Inc.	PRO SOURCE HEATER CORES	3897789	77738418	Dec. 28, 2010	U.S.

Schedule A