

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM480449

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ZB, N.A. (d/b/a) Zions First National Bank		06/29/2018	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	AEP NVH OpCo, LLC		
Street Address:	1161 San Vincente Boulevard, Suite 808		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90049		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Serial Number:	86900442	AAI APPLIED ACOUSTICS INTERNATIONAL WE E	
Serial Number:	86888065	APPLIED ACOUSTICS INTERNATIONAL	
Serial Number:	86888058	AAI APPLIED ACOUSTICS INTERNATIONAL	
Serial Number:	86887869	WE ENGINEER QUIET	
Registration Number:	3491142	UGN SOUND SOLUTIONS FOR THE AUTOMOTIVE I	
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>			
Phone:	734-418-4288		
Email:	jreitz@honigman.com		
Correspondent Name:	Julie E. Reitz		
Address Line 1:	Honigman Miller Schwartz and Cohn LLP		
Address Line 2:	39400 Woodward Ave, Suite 101		
Address Line 4:	Bloomfield Hills, MICHIGAN 48304		
NAME OF SUBMITTER:	Julie E. Reitz		
SIGNATURE:	/Julie E. Reitz/		
DATE SIGNED:	07/03/2018		
Total Attachments: 4			

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**RELEASE AND REASSIGNMENT OF
TRADEMARKS AND TRADEMARK APPLICATIONS**

June 29, 2018

Reference is hereby made to that certain Trademark Security Agreement (the "Agreement"), dated as of February 25, 2016, executed by AEP NVH OpCo, LLC, a Delaware limited liability company, ("OpCo") and AEP NVH Intermediate, LLC, a Delaware limited liability company ("Intermediate", and together with OpCo collectively, jointly and severally "Grantors" and each individually "Grantor"), whose address is 1161 San Vicente Boulevard, Suite 808, Los Angeles, California 90049, in favor of ZB, N.A. dba Zions First National Bank, as Agent ("Zions"), whose address is One South Main Street, Suite 300, Salt Lake City, Utah 84111 which was recorded in the United States Patent and Trademark Office ("USPTO") on March 11, 2016, at Reel 5750 Frame 0248, and pursuant to which Grantors assigned and granted to Zions a security interest in the Trademark Collateral, as defined in the Agreement, and that certain Security Agreement, dated as of February 1, 2016 (as amended, restated, supplemented or otherwise modified from time to time the "Security Agreement"), between Grantors and Zions, including those trademarks specifically listed on Schedule I attached hereto; and

WHEREAS, Zions wishes to terminate the Agreement, release its lien on and security interest in the Trademark Collateral and retransfer and reassign to each Grantor without representation or warranty, all of Zions' right, title and interest in and to the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Zions hereby terminates the Agreement and hereby unconditionally and irrevocably (i) terminates, cancels, discharges and releases its security interest in the Trademark Collateral, including without limitation any and all trademarks to which any Grantor obtained rights after February 25, 2016, arising under the Agreement and the Security Agreement, and (ii) releases, retransfers and reassigns to Grantors without representation or warranty, any and all liens, security interests, right, title and interest of Zions in and to the Trademark Collateral, including without limitation any and all trademarks to which any Grantor obtained rights after February 25, 2016.

Zions, in its capacity as contractual representative for itself and the other Lenders, authorizes the recordation of this Release and Reassignment of Trademarks and Trademark Applications with the USPTO at Grantors' expense, and agrees to duly execute, acknowledge, procure, and deliver any further documents and to do such other acts as may be reasonably requested by the Grantors and at Grantors' expense, to affect the release and reassignment of the security interest contemplated hereby.

All initially capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Security Agreement or, if not defined therein, in the Credit Agreement, dated as of February 1, 2016, entered into by and among OpCo and one or more additional direct or indirect Subsidiaries of Parent, Lenders, and Agent.

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IN WITNESS WHEREOF, Agent has executed this Release and Reassignment of Trademarks and Trademark Applications as of the date first above written.

ZB, N.A. DBA ZIONS FIRST NATIONAL BANK, as Agent



By:

Name: Rob McGee
Title: Senior Vice President

Release and Reassignment of
Trademarks and Trademark Applications

SCHEDULE I

Trademark Registrations/Applications

<u>Grantor</u>	<u>Country</u>	<u>Mark</u>	<u>Application/ Registration No.</u>	<u>App/Reg Date</u>
AEP NVH OpCo, LLC	United States		86900442	February 8, 2016
AEP NVH OpCo, LLC	United States	APPLIED ACOUSTICS INTERNATIONAL	86888065	January 27, 2016
AEP NVH OpCo, LLC	United States	AAI APPLIED ACOUSTICS INTERNATIONAL	86888058	January 27, 2016
AEP NVH OpCo, LLC	United States	WE ENGINEER QUIET	86887869	January 27, 2016
U.G.N., Inc.	United States	UGN SOUND SOLUTIONS FOR THE AUTOMOTIVE INDUSTRY	3491142	March 29, 2007 August 26, 2008