

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM510802

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	TRADEMARK ASSIGNMENT OF SECURITY		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
DIXIE ELECTRIC LTD., as Borrower		02/08/2019	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PNC Bank, National Association, as Agent		
<b>Street Address:</b>	Two Tower Center Boulevard		
<b>City:</b>	East Brunswick		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08816		
<b>Entity Type:</b>	Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4611001	DELSTAR	
<b>Registration Number:</b>	4657155	SPS SELECT POWER SOURCE	
<b>Registration Number:</b>	3609569	DIXIE ELECTRIC	
<b>Registration Number:</b>	2122708	DIXIE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8009144240		
<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>			
<b>Phone:</b>	800-713-0755		
<b>Email:</b>	Michael.Violet@wolterskluwer.com		
<b>Correspondent Name:</b>	CT Corporation		
<b>Address Line 1:</b>	4400 Easton Commons Way		
<b>Address Line 2:</b>	Suite 125		
<b>Address Line 4:</b>	Columbus, OHIO 43219		
<b>NAME OF SUBMITTER:</b>	Corenda Lewis		
<b>SIGNATURE:</b>	/Corenda Lewis/		
<b>DATE SIGNED:</b>	02/20/2019		
<b>Total Attachments: 5</b>			
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# 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):**

DIXIE ELECTRIC LTD., as Borrower

- Individual(s)
- Partnership
- Corporation- State: \_\_\_\_\_
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) Canada

Additional names of conveying parties attached?  Yes  No

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

Execution Date(s) February 8, 2019

- 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: PNC Bank, National Association, as Agent

Street Address: Two Tower Center Boulevard

City: East Brunswick

State: New Jersey

Country: USA Zip: 08816

- Individual(s) Citizenship \_\_\_\_\_
- Association Citizenship USA
- Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- 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) \_\_\_\_\_ Text \_\_\_\_\_

B. Trademark Registration No.(s) \_\_\_\_\_

See Schedule A attached

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: \_\_\_\_\_

Internal Address: \_\_\_\_\_

Street Address: \_\_\_\_\_

City: \_\_\_\_\_

State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone Number: \_\_\_\_\_

Docket Number: \_\_\_\_\_

Email Address: \_\_\_\_\_

**6. Total number of applications and registrations involved:**

4

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

- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**



Signature

February 20, 2019

Date

Corenda R. Lewis

Name of Person Signing

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

5

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

## TRADEMARK ASSIGNMENT OF SECURITY

February 8, 2019

WHEREAS, DIXIE ELECTRIC LTD. ("Borrower"), owns the trademarks and trademark applications shown in the attached Schedule A (the "Trademarks"), 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, Borrower is obligated to PNC BANK, NATIONAL ASSOCIATION ("PNC") and various other financial institutions (collectively, "Lenders") and PNC as agent for Lenders ("Agent") pursuant to (i) a certain Amended and Restated Revolving Credit, Term Loan and Security Agreement, dated as of June 5, 2018, among Agent, Lenders, Borrower and the other loan parties named therein and (ii) a certain General Security Agreement, dated the date hereof, made by Borrower in favor of Agent (as each may be amended, restated, amended and restated, refinanced, replaced, supplemented or otherwise modified from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in and Lien on, the Trademarks, all proceeds and products thereof, the goodwill of the business symbolized by the Trademarks, all rights corresponding thereto and all reissues, divisions, continuations, renewals, extensions and continuations-in-part thereof, and the registrations and applications therefor, other than any "intent-to-use" application for registration of a trademark filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. § 1051, prior to the filing of a "Statement of Use" pursuant to Section 1(d) of the Lanham Act or an "Amendment to Allege Use" pursuant to Section 1(c) of the Lanham Act with respect thereto.

WHEREAS, notwithstanding the foregoing, this Agreement shall not to be construed as an absolute assignment of any Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign, pledge and grant unto Agent for its benefit and for the ratable benefit of Lenders a security interest in and to, and Lien on, the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and registrations and applications therefor, which assignment, security interest and Lien shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.


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

DIXIE ELECTRIC LTD., as Borrower

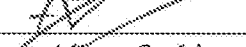
By: \_\_\_\_\_

Name: \_\_\_\_\_

Its: Authorized Signing Officer

  
SELWYN JOFFE

PNC BANK, NATIONAL  
ASSOCIATION, as Agent

By:   
Name: Albert Sarkis  
Its: Senior Vice President

## SCHEDULE A

Schedule A to a Trademark Assignment of Security, dated February 8, 2019, by and between DIXIE ELECTRIC LTD., as Borrower and PNC BANK, NATIONAL ASSOCIATION, as Agent.

### Selected TM Records

Trademark	Image	Status	Goods and Services	Registration Number	Owner Name	Chronology	Application Number
DELSTAR		Registered	INT. CL. 7 STARTERS AND ALTERNATORS FOR MOTOR VEHICLES.	Reg 4611001	DIXIE ELECTRIC LTD. (Canada)	Filed: 16-JUL-2013 Published: 03-DEC-2013 Registered: 23-SEP-2014 Abandoned: 24-JAN-2014 Date Revived: Reinstated: 09-JUN-2014	App 86011937
SPS SELECT POWER SOURCE		Registered	INT. CL. 7 STARTERS AND ALTERNATORS FOR MOTOR VEHICLES	Reg 4657165	DIXIE ELECTRIC LTD. (Canada)	Filed: 18-JUL-2013 Published: 11-FEB-2014 Registered: 18-DEC-2014	App 86011980
DIXIE ELECTRIC		Registered	INT. CL. 7 AUTOMOTIVE ENGINE PARTS, NAMELY, ALTERNATORS, GENERATORS, REGULATORS, SOLENOIDS, STARTERS, STARTER DRIVES, ARMATURES, AND STATORS	Reg 3699569	DIXIE ELECTRIC LTD. (Canada)	Filed: 04-OCT-2007 Published: 26-AUG-2008 Registered: 21-APR-2009 Affidavit Section: REGISTERED - SEC. 8 (8-YR) ACCEPTED & SEC. 15 ACK. Affidavit Date: 29-MAY-2014	App 77296276
DIXIE		Renewed (Registered)	INT. CL. 7 LAND VEHICLE PARTS, NAMELY, ALTERNATORS, GENERATORS,	Reg 2122708	DIXIE ELECTRIC LTD. (Canada)	Filed: 18-OCT-1995 Published: 30-SEP-1997 Registered: 23-DEC-1997 Affidavit Section: REGISTERED - SEC. 8 (15-YR) ACCEPTED/ SEC. 8 GRANTED Affidavit Date: 04-MAY-2017 Renewed: 23-DEC-2017 23-DEC-2007 OG Renewal: 08-JUN-2017 13-FEB-2008	App 75007398

Schedule A