

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM521716

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MOTORCAR PARTS OF AMERICA, INC., as Borrower		06/05/2018	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as Agent		
Street Address:	Two Tower Center Boulevard		
City:	East Brunswick		
State/Country:	NEW JERSEY		
Postal Code:	08816		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Serial Number:	87725032	MPA	
Serial Number:	87534949	QUALITY-BUILT	
Serial Number:	87675548	QUALITY-BUILT	
Serial Number:	87675523	QUALITY-BUILT	
Serial Number:	87675614	QUALITY-BUILT	
Serial Number:	87675452	QUALITY-BUILT	
Serial Number:	87675585	QUALITY-BUILT	
Serial Number:	87675569	QUALITY-BUILT	
Serial Number:	87675437	QUALITY-BUILT	
Serial Number:	87916130		
Serial Number:	87692154	TALON	
Serial Number:	87692151	TALON	
Serial Number:	87692162	TALON	
Serial Number:	87725016	OE+	
Serial Number:	87728363	OE EPARTS	
Serial Number:	87728349	OE EPARTS	
Serial Number:	87728310	OE IPARTS	
Serial Number:	87728323	OE IPARTS	
Serial Number:	87728403	OE PRO	
TRADEMARK			

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Property Type	Number	Word Mark
Serial Number:	87728397	OE PRO
Serial Number:	87728383	OE QUALITY
Serial Number:	87728371	OE QUALITY
Serial Number:	87538433	ZOR

CORRESPONDENCE DATA

Fax Number: 8009144240

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.

Phone: 800-713-0755

Email: James.Murray@wolterskluwer.com

Correspondent Name: CT Corporation

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER: Corenda R. Lewis

SIGNATURE: /Corenda R. Lewis/

DATE SIGNED: 05/02/2019

Total Attachments: 7

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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):

MOTORCAR PARTS OF AMERICA, INC., as Borrower

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) June 5, 2018

- 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

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: Leslie Kirsner

Internal Address: _____

Street Address: 488 Madison Avenue

City: New York

State: New York Zip: 10022

Phone Number: 212-478-7200

Docket Number: _____

Email Address: lkirsner@hahnhausen.com

6. Total number of applications and registrations involved:

23

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

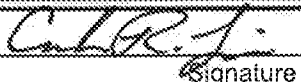
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

May 1, 2018

Date

Corenda R. Lewis

Name of Person Signing

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

7

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

June 5, 2018

WHEREAS, MOTORCAR PARTS OF AMERICA, INC., a corporation incorporated under the laws of the State of New York, located at 2929 California Street, Torrance, California 90503 (“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 the date hereof, among Agent, Lenders, Borrower and the other loan parties named therein and (ii) a certain Trademark Collateral 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

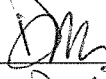
WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in and Lien on, the Trademarks, all proceeds and products thereof, the goodwill of the business symbolized by the Trademarks, all rights corresponding thereto 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.

MOTORCAR PARTS OF AMERICA,
INC., as Borrower

By: 
Name: David Lee
Its: CEO

PNC BANK, NATIONAL
ASSOCIATION, as Agent

By: _____
Name:
Its:

MOTORCAR PARTS OF AMERICA,
INC., as Borrower

By: _____
Name:
Its:

PNC BANK, NATIONAL
ASSOCIATION, as Agent

By: AS
Name: ALBERT SARKIS
Its: Senior Vice President

SCHEDULE A

Schedule A to a Trademark Assignment of Security, dated June 5, 2018, by and between Motorcar Parts of America, Inc., as Borrower and PNC Bank, National Association, as Agent.

<u>Borrower</u>	<u>Country</u>	<u>Trademark</u>	<u>Application and/or Registration No.</u>	<u>Filing and/or Registration Date</u>
Motorcar Parts of America, Inc.	US	MPA	Appln. No. 87/725,032	Filed Dec. 18, 2017
Motorcar Parts of America, Inc.	US	QUALITY BUILT	Appln. No. 87/534,949	Filed Jul. 19, 2017
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,548	Filed Nov. 7, 2017
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,523	Filed Nov. 7, 2017
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,614	Filed Nov. 7, 2017
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,452	Filed Nov. 7, 2017
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,585	Filed Nov. 7, 2017
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,569	Filed Nov. 7, 2017

Schedule A

TRADEMARK
REEL: 006634 FRAME: 0872

<u>Borrower</u>	<u>Country</u>	<u>Trademark</u>	<u>Application and/or Registration No.</u>	<u>Filing and/or Registration Date</u>
Motorcar Parts of America, Inc.	US	QUALITY-BUILT	Appln. No. 87/675,437	Filed Nov. 7, 2017
Motorcar Parts of America, Inc.	US		Appln. No. 87/916,130	Filed May 10, 2018
Motorcar Parts of America, Inc.	US	TALON	Appln. No. 87/692,154	Filed Nov. 20, 2017
Motorcar Parts of America, Inc.	US	 TALON	Appln. No. 87/692,151	Filed Nov. 20, 2017
Motorcar Parts of America, Inc.	US	 TALON	Appln. No. 87/692,162	Filed Nov. 20, 2017
Motorcar Parts of America, Inc.	US	OE+	Appln. No. 87/725,016	Filed Dec. 20, 2017
Motorcar Parts of America, Inc.	US	OE EPARTS	Appln. No. 87/728,363	Filed Dec. 20, 2017
Motorcar Parts of America, Inc.	US	OE EPARTS	Appln. No. 87/728,349	Filed Dec. 20, 2017

Schedule A

TRADEMARK
REEL: 006634 FRAME: 0873

<u>Borrower</u>	<u>Country</u>	<u>Trademark</u>	<u>Application and/or Registration No.</u>	<u>Filing and/or Registration Date</u>
Motorcar Parts of America, Inc.	US	OE IPARTS	Appln. No. 87/728,310	Filed Dec. 19, 2017
Motorcar Parts of America, Inc.	US	OE IPARTS	Appln. No. 87/728,323	Filed Dec. 19, 2017
Motorcar Parts of America, Inc.	US	OE PRO	Appln. No. 87/728,403	Filed Dec. 20, 2017
Motorcar Parts of America, Inc.	US	OE PRO	Appln. No. 87/728,397	Filed Dec. 20, 2017
Motorcar Parts of America, Inc.	US	OE QUALITY	Appln. No. 87/728,383	Filed Dec. 20, 2017
Motorcar Parts of America, Inc.	US	OE QUALITY	Appln. No. 87/728,371	Filed Dec. 20, 2017
Motorcar Parts of America, Inc.	US	ZOR	Appln. No. 87/538,433	Filed Jul. 21, 2017

Schedule A