

# PATENT ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT				
NATURE OF CONVEYANCE:	SECURITY AGREEMENT				
<b>CONVEYING PARTY DATA</b>					
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">Name</th> <th style="text-align: center;">Execution Date</th> </tr> <tr> <td style="padding: 2px;">HOLLEY PERFORMANCE PRODUCTS, INC.</td> <td style="padding: 2px;">07/01/2009</td> </tr> </table>	Name	Execution Date	HOLLEY PERFORMANCE PRODUCTS, INC.	07/01/2009	
Name	Execution Date				
HOLLEY PERFORMANCE PRODUCTS, INC.	07/01/2009				
<b>RECEIVING PARTY DATA</b>					
Name:	WELLS FARGO FOOTHILL, INC., AS AGENT				
Street Address:	2450 Colorado Avenue				
Internal Address:	Suite 3000 West				
City:	Santa Monica				
State/Country:	CALIFORNIA				
Postal Code:	90404				
<b>PROPERTY NUMBERS Total: 32</b>					
Property Type	Number				
Application Number:	12342764				
Application Number:	11681551				
Application Number:	11559067				
Patent Number:	5325915				
Patent Number:	5208540				
Patent Number:	5009390				
Patent Number:	4949983				
Patent Number:	4929260				
Patent Number:	4802902				
Patent Number:	4798329				
Patent Number:	4798190				
Patent Number:	4681178				
Patent Number:	4558673				
Patent Number:	4434763				

CH \$1280.00 12342764

**500901116**

**PATENT**  
**REEL: 022902 FRAME: 0601**

Patent Number:	4434762
Patent Number:	4357283
Patent Number:	4325339
Patent Number:	4318214
Patent Number:	4306441
Patent Number:	4294282
Patent Number:	4283353
Patent Number:	4246929
Patent Number:	4246875
Patent Number:	4232372
Patent Number:	4230645
Patent Number:	4225536
Patent Number:	4224908
Patent Number:	4223249
Patent Number:	4199039
Patent Number:	4193947
Patent Number:	4176633
Patent Number:	4827888

#### CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:

3004422.318592

NAME OF SUBMITTER:

Kimberley A. Lathrop

Total Attachments: 6

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**AMENDMENT NO. 1 TO PATENT SECURITY AGREEMENT**

This **AMENDMENT NO. 1 TO PATENT SECURITY AGREEMENT** (this "Amendment") is made this 1st day of July, 2009, by **WELLS FARGO FOOTHILL, INC.**, in its capacity as Agent for the Lender Group and the Bank Product Providers (together with its successors and assigns in such capacity, "Agent").

**WITNESSETH:**

WHEREAS, pursuant to that certain Patent Security Agreement dated March 28, 2008 (as amended, restated, supplemented or otherwise modified from time to time, including all exhibits and schedules thereto, the "Agreement") by the Grantors listed on the signature pages thereof (collectively, jointly and severally, "Grantors" and each individually "Grantor") in favor of Agent, the Grantors have, among other things, granted to Agent a security interest in and lien on the Patent Collateral (as defined in the Agreement);

WHEREAS, pursuant to the terms of the Agreement, if any Grantor shall have obtained rights to any new patents, the provisions of the Agreement shall automatically apply thereto and the Grantors authorized Agent unilaterally to modify the Agreement by amending Schedule I to include any such new patent rights of Grantors; and

WHEREAS, it has come to Agent's attention that the Grantors have acquired the new patents listed on Schedule I hereto and Agent desires to amend Schedule I to the Agreement to add thereto the patents set forth on Schedule I to this Agreement.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Agreement.
2. AMENDMENT. Schedule I to the Agreement is hereby amended by adding thereto the patents listed on Schedule I hereto, which patents shall hereafter be part of the Patent Collateral and are subject to Agent's security interest and lien.
3. SUPPLEMENT, NO NOVATION. This Amendment is a supplement to the Agreement and not a novation thereof. Except as expressly set forth in this Amendment, the terms of the Agreement shall continue in full force and effect without modification thereto.

[Signature page follows.]

IN WITNESS WHEREOF, each Grantor has caused this Patent Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

**AGENT:**

**WELLS FARGO FOOTHILL, INC.,**  
a California corporation,  
as Agent

By:   
Name: Sean Spring  
Title: Vice President

SCHEDULE I  
to  
PATENT SECURITY AGREEMENT

Patent Registrations/Applications

Patent Title	Application No.	Application Date	Registration No.	Registration Date
AIR VALVE AND METHOD OF USE	20090101104	04/23/09	n/a	n/a
AIR VALVE AND METHOD OF USE	20080110436	05/15/08	n/a	n/a
AIR VALVE AND METHOD OF USE	20080110435	05/15/08	n/a	n/a
MODULAR COOLER			5325915	07/04/94
IGNITION PERFORMANCE MONITOR AND MONITORING METHOD FOR CAPACITIVE DISCHARGE IGNITION SYSTEMS			5208540	05/04/93
ELECTROMAGNET AND REED-TYPE VALVE ASSEMBLY			5009390	04/23/91
MULTI PLANE ARTICULATING ROD SEAL			4949983	08/21/90
ADJUSTABLE AIR CLEANER FASTENING ASSEMBLY			4929260	05/29/90
AIR CLEANER COVER AND BASE FOR DUAL CARBURETOR ASSEMBLIES			4802902	02/07/89

PATENT SECURITY AGREEMENT

A/73066076.2

**PATENT**  
**REEL: 022902 FRAME: 0605**

Patent Title	Application No.	Application Date	Registration No.	Registration Date
COMBINED FUEL INJECTOR AND PRESSURE REGULATOR ASSEMBLY			4798329	01/17/89
NOZZLE			4798190	01/17/89
VEHICULAR AIR INTAKE SCOOP			4681178	07/21/87
ELECTRONIC IGNITION SYSTEM FOR INTERNAL COMBUSTION ENGINES			4558673	12/17/85
APPARATUS AND SYSTEM FOR CONTROLLING THE AIR-FUEL RATIO SUPPLIED TO A COMBUSTION ENGINE			4434763	03/06/84
APPARATUS AND SYSTEM FOR CONTROLLING THE AIR-FUEL RATIO SUPPLIED TO A COMBUSTION ENGINE			4434762	03/06/84
CARBURETOR			4357283	11/02/82
APPARATUS AND SYSTEM FOR CONTROLLING THE AIR-FUEL RATIO SUPPLIED TO A COMBUSTION ENGINE			4325339	04/20/82

PATENT SECURITY AGREEMENT

A/73066076.2

**PATENT**  
**REEL: 022902 FRAME: 0606**

<b>Patent Title</b>	<b>Application No.</b>	<b>Application Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
METHOD AND APPARATUS FOR MANUFACTURING AND FORMING ENGINE INDUCTION PASSAGE VENTURI			4318214	03/09/82
METHOD AND APPARATUS FOR MANUFACTURING AND FORMING ENGINE INDUCTION PASSAGE VENTURI			4306441	12/22/81
APPARATUS AND SYSTEM FOR CONTROLLING THE AIR-FUEL RATION SUPPLIED TO A COMBUSTION ENGINE			4294282	10/13/81
TAMPER PROOF SEALING PLUG			4283353	08/11/81
TAMPER PROOF IDLE ADJUSTING SCREWS			4246929	01/27/81
APPARATUS AND SYSTEM FOR CONTROLLING THE AIR-FUEL RATION SUPPLIED TO A COMBUSTION ENGINE			4246875	01/27/81
POSITIVE AND NEGATIVE ACCELERATION RESPONSIVE MEANS AND SYSTEM			4232372	11/04/80

PATENT SECURITY AGREEMENT

A/73066076.2

**PATENT**  
**REEL: 022902 FRAME: 0607**

Patent Title	Application No.	Application Date	Registration No.	Registration Date
INDUCTION PASSAGE STRUCTURE			4230645	10/28/80
POWER VALVE			4225536	09/30/80
APPARATUS AND SYSTEM FOR CONTROLLING THE AIR-FUEL RATION SUPPLIED TO A COMBUSTION ENGINE			4224908	09/30/80
PULSE GENERATING MEANS			4223249	09/16/80
ELECTRONIC SPEED GOVERNOR			4199039	04/22/80
CARBURETING DISCHARGE MEANS			4193947	03/18/80
GOVERNOR APPARATUS AND SYSTEM			4176633	12/04/79
NOZZLE			4827888	05/09/89
NOZZLE			4798190	01/17/89

PATENT SECURITY AGREEMENT

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RECORDED: 07/01/2009

PATENT  
REEL: 022902 FRAME: 0608