

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
Kyklos Bearing International, LLC	03/21/2011

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Collateral Agent
Street Address:	1455 Market Street
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94103

PROPERTY NUMBERS Total: 27

Property Type	Number
Patent Number:	5094263
Patent Number:	5206993
Patent Number:	5296805
Patent Number:	5458352
Patent Number:	5604482
Patent Number:	5696442
Patent Number:	5883511
Patent Number:	6036370
Patent Number:	6105251
Patent Number:	6170993
Patent Number:	6408669
Patent Number:	6422075
Patent Number:	6485187
Patent Number:	6498475
Patent Number:	6574865

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PATENT
REEL: 025999 FRAME: 0770

CH \$1080.00 5094263

Patent Number:	6575535
Patent Number:	6622377
Patent Number:	6773164
Patent Number:	6774622
Patent Number:	1229114
Patent Number:	6799896
Patent Number:	6802208
Patent Number:	6805311
Patent Number:	6851759
Patent Number:	6883816
Patent Number:	7470067
Patent Number:	6808311

CORRESPONDENCE DATA

Fax Number: (212)859-4000

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Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	33388-14 A. KIM
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NAME OF SUBMITTER:	Alexander M. Kim
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Total Attachments: 7

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**Grant of Security Interest
in United States Patents and Trademarks**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Kyklos Bearing International, LLC, a Delaware limited liability company (the “Grantor”), having its chief executive office at 2509 Hayes Avenue, Sandusky, OH 44870, hereby grants to Bank of America, N.A., as Collateral Agent, (the “Grantee”), with offices at 1455 Market Street, San Francisco, CA 94103, a security interest in all of the Grantor’s right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

- (i) each United States patent and patent application, including each patent and patent application referred to on Schedule A hereto;
- (ii) each United States trademark, trademark registration and trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each trademark, trademark registration and trademark application, including each trademark, trademark registration and trademark application referred to in Schedule B hereto; and
- (iii) all products and proceeds of the foregoing, including any claim by the Grantor against third parties for past, present or future infringement of any patent, or past, present or future infringement or dilution of any trademark or trademark registration, including any patent or trademark listed on Schedule A or B hereto, or for injury to the goodwill associated with any trademark, trademark registration or trademark application.

THIS GRANT is granted in conjunction with the security interests granted to the Grantee pursuant to the Pledge and Security Agreement among the Grantor, the Grantee and certain other parties dated as of March 21, 2011, as amended, modified or supplemented from time to time (the “Pledge and Security Agreement”).

THE RIGHTS and remedies of the Grantee with respect to the security interest granted herein are those set forth in the Pledge and Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Pledge and Security Agreement, the provisions of the Pledge and Security Agreement shall govern.

THIS GRANT and any lien created herein is subject to the lien priority and other provisions set forth in that certain Intercreditor Agreement dated as of March 30, 2010 among Bank of America, N.A., as ABL Agent for the ABL Secured Parties, each term as defined therein and Bank of America, N.A., as Term Agent for the Term Secured Parties, each term as defined therein, HHI Intermediate Group Holdings, LLC, HHI Holdings, LLC and certain subsidiaries of HHI Intermediate Group Holdings, LLC from time to time party thereto, as amended by that certain Amendment No. 1 to Intercreditor Agreement dated as of March 21, 2011, and, as further amended, restated, supplemented or otherwise modified from time to time.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 21st day of March, 2011.

KYKLOS BEARING INTERNATIONAL, LLC,
as Grantor

By: [Signature]
Name: George Thanopoulos
Title: President and Chief Executive Officer

BANK OF AMERICA, N.A., as Collateral Agent,
as Grantee

By: _____
Name: _____
Title: _____

STATE OF Michigan
County OF Oakland

The foregoing instrument was acknowledged before me this 21st day of March, 2011 by George Thanopoulos as CEO of KYKLOS BEARING INTERNATIONAL, LLC, A DELAWARE LIMITED LIABILITY COMPANY, on behalf of KYKLOS BEARING INTERNATIONAL, LLC.

[STAMP/SEAL]

[Signature]
Notary Public

My Commission Expires:

11/3/14

TRINA FRICK
NOTARY PUBLIC - STATE OF MICHIGAN
COUNTY OF OAKLAND
My Commission Expires Nov. 3, 2014
Acting in the County of Oakland

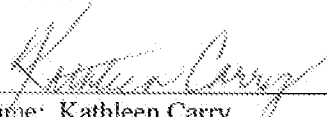
[Patent and Trademark Agreement (Kyklos Bearing International, LLC)]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the _____ day of March, 2011.

KYKLOS BEARING INTERNATIONAL, LLC,
as Grantor

By: _____
Name: George Thanopoulos
Title: President and Chief Executive Officer

BANK OF AMERICA, N.A., as Collateral Agent,
as Grantee

By:  _____
Name: Kathleen Carry
Title: Vice President

STATE OF _____

_____ OF _____

The foregoing instrument was acknowledged before me this _____ day of March, 2011 by _____ as _____ of KYKLOS BEARING INTERNATIONAL, LLC, A DELAWARE LIMITED LIABILITY COMPANY, on behalf of KYKLOS BEARING INTERNATIONAL, LLC.

[STAMP/SEAL]

Notary Public

My Commission Expires:

[Patent and Trademark Agreement (Kyklos Bearing International, LLC)]

Schedule A to Patent and Trademark Agreement

PATENTS AND PATENT APPLICATIONS

Serial No. or Patent No.	Application Date	Issue Title	Country	Patent Holder
5094263	8/2/1991	Tire Pressure Management Actuator with Bypass Leakage Protection	US	Kyklos Bearing International, LLC
5206993	5/26/1992	Method for Assembling Two Row Angular Contact Bearing with Improved Axial End Play	US	Kyklos Bearing International, LLC
5296805	8/17/1992	Servicable Wheel Speed Sensor Assembly with magnet Assisted Retention	US	Kyklos Bearing International, LLC
5458352	11/15/1993	Combined Vehicle Suspension and Wheel Bearing with Improved Manufacture	US	Kyklos Bearing International, LLC
5604482	5/15/1995	Tire Pressure Monitor	US	Kyklos Bearing International, LLC
5696442	7/19/1996	Rotational Velocity Sensor Ring Apparatus and Method	US	Kyklos Bearing International, LLC
5883511	3/27/1997	Sensor Wire Lead Strain Relief	US	Kyklos Bearing International, LLC
6036370	8/31/1998	Wheel Bearing with Self-Aligning Wheel Speed Sensor Ring	US	Kyklos Bearing International, LLC
6105251	10/20/1997	Integrally Retained Bearing Race with Improved Twisting Resistance	US	Kyklos Bearing International, LLC
6170993	12/16/1998	Bearing Separator with Random Spacing	US	Kyklos Bearing International, LLC
6408669	11/15/2000	Method for Forming an Opening in a Wheel Spindle	US	Kyklos Bearing International, LLC

6422075	1/22/2001	Low Cost Sensor Package for Bearing Mount	US	Kyklos Bearing International, LLC
6485187	10/24/2000	Self Related Wheel Bearing Assembly	US	Kyklos Bearing International, LLC
6498475	3/6/2001	Performance Sensor Ring with Reduced Mass	US	Kyklos Bearing International, LLC
6574865	4/5/2002	Self-Retained Wheel Bearing Assembly	US	Kyklos Bearing International, LLC
6575535	5/8/2002	Method and Apparatus for Wheel Spindles and the Like with Improved LRO	US	Kyklos Bearing International, LLC
6622377	10/24/2000	Wheel Bearing with Separable Inner Race Processing Feature	US	Kyklos Bearing International, LLC
6773164	3/20/2002	Vehicle Wheel Bearing and Wheel-Speed-Sensor Connector-Plug Bracket	US	Kyklos Bearing International, LLC
6774622	4/29/2002	Vehicle Wheel Bearing, Wheel-Speed Sensor Mechanism Assembly, and Wheel Speed Sensor	US	Kyklos Bearing International, LLC
1229114	9/3/09	Wheel Bearing Assembly	US	Kyklos Bearing International, LLC
6799896	9/19/2002	Separator Grease Retention and Feed System for Wheel Spindle Bearings	US	Kyklos Bearing International, LLC
6802208	3/4/2002	Vehicle Wheel Bearing and Method for Controlling a Vehicle	US	Kyklos Bearing International, LLC
6805311	2/25/2002	Track Drive for a Mobile Irrigation System	US	Kyklos Bearing International, LLC

6851759	8/29/2002	Retaining a Brake Rotor in a Vehicle Corner Apparatus	US	Kyklos Bearing International, LLC
6883816	11/26/2002	Automotive Brake Corner Module	US	Kyklos Bearing International, LLC
7470067	11/10/2005	Wheel Bearing Assembly Mount with Force Attenuation	US	Kyklos Bearing International, LLC
6808311	10/26/2004	Vehicle Wheel Bearing	US	Kyklos Bearing International, LLC

Schedule B to Patent and Trademark Agreement

TRADEMARKS

Registration No.	Country	Registration Date	Mark
852267	US	7/9/1968	NDH