

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Substitution of Administrative Agent

**CONVEYING PARTY DATA**

Name	Execution Date
JPMorgan Chase Bank, N.A., as the Initial Administrative Agent	05/03/2013

**RECEIVING PARTY DATA**

<b>Name:</b>	Wells Fargo Bank, National Association, as the Successor Administrative Agent
<b>Street Address:</b>	7711 Plantation Road
<b>City:</b>	Roanoke
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	24019-3224

**PROPERTY NUMBERS Total: 11**

Property Type	Number
Patent Number:	6409277
Patent Number:	6402253
Patent Number:	D445750
Patent Number:	6010196
Patent Number:	7073849
Application Number:	12170276
Application Number:	11645304
Application Number:	11645294
Application Number:	11827166
Application Number:	11904053
Patent Number:	6860568

**CORRESPONDENCE DATA**

Fax Number: 2149813400  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 214-981-3483

**CH \$440.00 6409277**

Email: dclark@sidley.com  
Correspondent Name: Dusan Clark, Esq.  
Address Line 1: Sidley Austin LLP  
Address Line 2: 717 N. Harwood St., Suite 3400  
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	3820-38310
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	05/03/2013

**Total Attachments: 12**

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**NOTICE OF SUBSTITUTION OF ADMINISTRATIVE AGENT  
IN PATENTS AND TRADEMARKS**

This **NOTICE OF SUBSTITUTION OF ADMINISTRATIVE AGENT IN PATENTS AND TRADEMARKS** (this “Notice”) is effective as of May 3, 2013 (the “Effective Date”), by and among (i) **LKQ CORPORATION** and each of the other signatories hereto (collectively, the “Grantors”), (ii) **JPMORGAN CHASE BANK, N.A.**, the initial administrative agent (the “Initial Administrative Agent”) under the Credit Agreement referred to below, and (iii) **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as the successor administrative agent to the Credit Agreement (in such capacity, together with its successors and assigns, if any, in such capacity, the “Successor Administrative Agent”).

W I T N E S S E T H

WHEREAS, reference is made to the Amended and Restated Credit Agreement, dated as of March 25, 2011, as amended and restated as of September 30, 2011, among LKQ Corporation, a Delaware corporation (the “Company”), LKQ Delaware LLP, a Delaware limited liability partnership having two Alberta unlimited liability companies as its partners (the “Canadian Primary Borrower”), the subsidiaries of the Company party thereto as Subsidiary Borrowers from time to time (such subsidiaries together with the Company and the Canadian Primary Borrower, the “Borrowers”), several banks and other financial institutions or entities from time to time parties thereto as lenders (the “Lenders”) and the Initial Administrative Agent (as the same may be amended, restated, amended and restated, supplemented or modified from time to time, the “Credit Agreement”). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Credit Agreement;

WHEREAS, the (i) Initial Administrative Agent elected to resign on or about the date hereof as Administrative Agent under the Credit Agreement and each of the other Loan Documents to which it is a party (collectively, the “Relevant Transaction Documents”), and (ii) the other parties to the Credit Agreement appointed the Successor Administrative Agent as successor Administrative Agent under the Credit Agreement and the other Loan Documents;

WHEREAS, the Successor Administrative Agent accepted its appointment as successor Administrative Agent under the Relevant Transaction Documents;

WHEREAS, pursuant to the Appointment Agreement of Successor Administrative Agent, dated as of the date hereof, (the “Appointment”), the Initial Administrative Agent assigned to the Successor Administrative Agent all the rights and duties of Administrative Agent under various agreements, documents, instruments and certificates (including without limitation, (i) the Guarantee and Collateral Agreement, dated as of March 25, 2011 (as the same may be amended, restated, amended and restated, supplemented or modified from time to time) and (ii) the Intellectual Property Security Agreement, dated as of March 25, 2011 (as the same may be amended, restated, amended and restated, supplemented or modified from time to time, the “Security Agreement”); and

WHEREAS, the Initial Administrative Agent is executing this Notice for the purpose of giving notice of the transfer of the Initial Administrative Agent’s right, title, and interest in the Intellectual

Property Collateral (as defined in the Security Agreement) to the Successor Administrative Agent pursuant to the Appointment.

NOW, THEREFORE, the Initial Administrative Agent hereby gives notice that it has transferred and conveyed to the Successor Administrative Agent as set forth in the Appointment, all of the Initial Administrative Agent's right, title and interest, in and to the Intellectual Property Collateral related to the Patents, as further described on Schedule A attached hereto, and to the Trademarks, as further described on Schedule B attached hereto.

Governing Law. This agreement shall be governed by, and construed and interpreted in accordance with, the laws of the state of New York.

Execution in Counterparts. This Agreement may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which taken together shall constitute but one and the same instrument. Delivery of an executed counterpart of this Notice by facsimile shall be effective as delivery of a manually executed counterpart of this Notice.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Initial Administrative Agent has caused this Notice to be duly executed by its duly authorized officer or representative as of the day and year first above written.

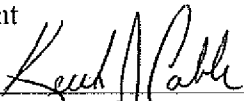
JPMORGAN CHASE BANK, N.A., as Initial  
Administrative Agent

By: MBc

Name: Richard Barritt

Title: Associate

**WELLS FARGO BANK, NATIONAL  
ASSOCIATION**, as successor Administrative  
Agent

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

Name: Keith J. Cable  
Title: Vice President

LKQ CORPORATION, as a Grantor

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

Name: John S. Quinn

Title: Executive Vice President and Chief Financial  
Officer

LKQ DELAWARE LLP, as a Grantor

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

Name: John S. Quinn

Title: Vice President and Chief Financial Officer

ACCU-PARTS LLC  
AKRON AIRPORT PROPERTIES, INC.  
AMERICAN RECYCLING INTERNATIONAL,  
INC.  
A-RELIABLE AUTO PARTS & WRECKERS,  
INC.  
ATK MOTORSPORTS INC.  
BUDGET AUTO PARTS U-PULL-IT, INC.  
CITY AUTO PARTS OF DURHAM, INC.  
DAMRON HOLDING COMPANY, LLC  
DAP TRUCKING, LLC  
DOUBLE R AUTO SALES, INC.  
GEARHEAD ENGINES INC.  
GREENLEAF AUTO RECYCLERS, LLC  
KAI CHINA LLC  
KAIR IL, LLC  
KEYSTONE AUTOMOTIVE INDUSTRIES, INC.  
KWIK AUTO BODY SUPPLIES, INC.  
LAKEFRONT CAPITAL HOLDINGS, INC.  
LKQ 1ST CHOICE AUTO PARTS, LLC  
LKQ 250 AUTO, INC.  
LKQ A&R AUTO PARTS, INC.  
LKQ ACQUISITION COMPANY  
LKQ ALL MODELS CORP.  
LKQ APEX AUTO PARTS, INC.  
LKQ ATLANTA, L.P.  
LKQ AUTO PARTS OF CENTRAL  
CALIFORNIA, INC.  
LKQ AUTO PARTS OF MEMPHIS, INC.  
LKQ AUTO PARTS OF NORTH TEXAS, INC.  
LKQ AUTO PARTS OF NORTH TEXAS, L.P.  
LKQ AUTO PARTS OF ORLANDO, LLC  
LKQ AUTO PARTS OF UTAH, LLC  
LKQ BEST AUTOMOTIVE CORP.  
LKQ BIRMINGHAM, INC.,  
each as a Grantor

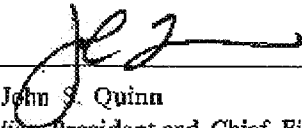
By: \_\_\_\_\_

Name: John S. Quinn

Title: Vice President and Chief Financial Officer



LKQ BRAD'S AUTO & TRUCK PARTS, INC.  
LKQ BROADWAY AUTO PARTS, INC.  
LKQ CIPHER SELF SERVICE AUTO PARTS-  
BRADENTON INC.  
LKQ CIPHER SELF SERVICE AUTO PARTS-  
CLEARWATER INC.  
LKQ CIPHER SELF SERVICE AUTO PARTS-  
ST. PETERSBURG INC.  
LKQ CIPHER SELF SERVICE AUTO PARTS-  
TAMPA INC.  
LKQ CRYSTAL RIVER, INC.  
LKQ FINANCE 1 LLC  
LKQ FINANCE 2 LLC  
LKQ FOSTER AUTO PARTS SALEM, INC.  
LKQ FOSTER AUTO PARTS WESTSIDE LLC  
LKQ FOSTER AUTO PARTS, INC.  
LKQ GORHAM AUTO PARTS CORP.  
LKQ GREAT LAKES CORP.  
LKQ HEAVY TRUCK-TEXAS BEST DIESEL,  
L.P.  
LKQ HOLDING CO.  
LKQ HUNTS POINT AUTO PARTS CORP.  
LKQ LAKENOR AUTO & TRUCK SALVAGE,  
INC.  
LKQ MANAGEMENT COMPANY  
LKQ METRO, INC.  
LKQ MID-AMERICA AUTO PARTS, INC.  
LKQ MIDWEST AUTO PARTS CORP.  
LKQ MINNESOTA, INC.  
LKQ OF INDIANA, INC.  
LKQ OF MICHIGAN, INC.  
LKQ OF NEVADA, INC.  
LKQ OF TENNESSEE, INC.  
LKQ ONLINE CORP.  
LKQ PENN-MAR, INC.,  
each as a Grantor

By:   
Name: John S. Quinn  
Title: Vice President and Chief Financial Officer

LKQ PLUNKS TRUCK PARTS & EQUIPMENT-  
JACKSON, INC.  
LKQ POWERTRAIN, INC.  
LKQ PRECIOUS METALS, INC.  
LKQ RALEIGH AUTO PARTS CORP.  
LKQ ROUTE 16 USED AUTO PARTS, INC.  
LKQ SALISBURY, INC.  
LKQ SAVANNAH, INC.  
LKQ SELF SERVICE AUTO PARTS-HOLLAND,  
INC.  
LKQ SELF SERVICE AUTO PARTS-  
KALAMAZOO, INC.  
LKQ SELF SERVICE AUTO PARTS-MEMPHIS  
LLC  
LKQ SELF SERVICE AUTO PARTS TULSA,  
INC.  
LKQ SMART PARTS, INC.  
LKQ SOUTHWICK LLC  
LKQ TAIWAN HOLDING COMPANY  
LKQ TIRE & RECYCLING, INC.  
LKQ TRADING COMPANY  
LKQ TRIPLETT ASAP, INC.  
LKQ U-PULL-IT AUTO DAMASCUS, INC.  
LKQ U-PULL-IT TIGARD, INC.  
LKQ WEST MICHIGAN AUTO PARTS, INC.  
MICHAEL AUTO PARTS, INCORPORATED  
NORTH AMERICAN ATK CORPORATION  
P.B.B. SPECIALTIES, INC.  
PICK-YOUR-PART AUTO WRECKING  
POTOMAC GERMAN AUTO SOUTH, INC.  
POTOMAC GERMAN AUTO, INC.  
PULL-N-SAVE AUTO PARTS, LLC  
REDDING AUTO CENTER, INC.  
SCRAP PROCESSORS, LLC  
SPEEDWAY PULL-N-SAVE AUTO PARTS, LLC  
SUPREME AUTO PARTS, INC.  
U-PULL-IT, INC.  
U-PULL-IT, NORTH, LLC,  
each as a Grantor

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

Name: John S. Quinn

Title: Vice President and Chief Financial Officer

**Schedule A**

**Patents**

**Owned by Keystone Automotive Industries, Inc.:**

**Patents**

<b>Patent No.</b>	<b>Title</b>
6,409,277	Vehicle Wheel Cover
6,402,253	Vehicle Wheel Cover
D445,750	Vehicle Wheel Cover
6,010,196	Simulated Chrome Plated Vehicle Wheel
7,073,849	Snap-on Chrome Plated Automotive Grille Overlay
Reissue application for 7,073,849, Application No. 12170276	Snap-on Chrome Plated Automotive Grille Overlay

**Patent Applications**

<b>Patent Application</b>	<b>Title</b>
docket # 06PL11441 (app no. 11/645,304)	Chrome Vehicle Wheel Overlay
docket # 06PL11442 (app no. 11/645,294)	Alloy Wheel with Mating Wheel Cover
docket # 07PL11485 (app no. 11/827,166)	Molded Vehicle Wheel Cover
docket # 07PL11500 (app no. 11/904,053)	Vehicle Wheel with Screw-on Molded Cover

**Owned by Keystone Automotive Industries Resources, Inc.:**

**Patents**

<b>Patent No.</b>	<b>Title</b>
6,860,568	Wheel Rim Cover For a Vehicle

**Schedule B**

**Trademarks**

<b><u>COUNTRY</u></b>	<b><u>MARK</u></b>	<b><u>APPL./REG. NO.</u></b>	<b><u>STATUS</u></b>	<b><u>OWNER</u></b>
United States	PICK-A-PART	2,909,585	Registered	American Recycling International, Inc.
United States	GREENLEAF	2,809,290	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF & Design	2,815,685	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF	2,803,516	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF	2,778,619	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF & Design	2,754,334	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF	2,744,859	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF	2,738,892	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF	2,698,747	Registered	Greenleaf Auto Recyclers, LLC
United States	GREENLEAF SELECT	3,606,779	Registered	Greenleaf Auto Recyclers
United States	QUALITY RECYCLED AUTO PARTS DELIVERED, AS PROMISED	2,678,738	Registered	Greenleaf Auto Recyclers
United States	PROEFX	85/226,966	Pending	KAIR IL, LLC
United States	PROEFX CUSTOM ACCESSORIES & Design	85/261,612	Pending	KAIR IL, LLC
United States	ANY PART, ANY REPAIR, ANYWHERE	3,725,414	Registered	Keystone Automotive Industries, Inc.
United States	K KEYSTONE & Design	841,546	Registered	Keystone Automotive Industries, Inc.
United States	PLATINUM PLUS	3,156,184	Registered	Keystone Automotive Industries, Inc.
United States	PLATINUM PLUS & Design	77/633,206	Pending	Keystone Automotive Industries, Inc.
United States	THE IMPOSTOR	2,691,356	Registered	Keystone Automotive Industries, Inc.
United States	TRANSWHEEL	2,503,465	Registered	Keystone Automotive Industries, Inc.

<u>COUNTRY</u>	<u>MARK</u>	<u>APPL./REG. NO.</u>	<u>STATUS</u>	<u>OWNER</u>
Canada	<b>K KEYSTONE &amp; Design</b>	1208980	Pending	Keystone Automotive Industries, Inc.
Canada	<b>KEYSTONE</b>	1208979	Pending	Keystone Automotive Industries, Inc.
Canada	<b>PLATINUM PLUS</b>	1367992	Pending	Keystone Automotive Industries, Inc.
Canada	<b>PLATINUM PLUS &amp; Design</b>	1208978	Pending	Keystone Automotive Industries, Inc.
Canada	<b>PLATINUM PLUS &amp; Design</b>	1401451	Pending	Keystone Automotive Industries, Inc.
Mexico	<b>PLATINUM PLUS</b>	953257	Registered	Keystone Automotive Industries, Inc.
Taiwan	<b>K KEYSTONE &amp; Design</b>	970863	Registered	Keystone Automotive Industries, Inc.
Canada	<b>MULTIPRO</b>	TMA412688	Registered	Keystone Automotive Industries QC, Inc.
United States	<b>CHROME REMEDIES</b>	3,807,601	Registered	LKQ Corporation
United States	<b>FIT-RITE</b>	3,108,653	Registered	LKQ Corporation
United States	<b>FIT-RITE AUTOMOTIVE</b>	2,863,121	Registered	LKQ Corporation
United States	<b>LKQ</b>	3,064,565 (Supplemental)	Registered	LKQ Corporation
United States	<b>LKQ CORPORATION &amp; Design</b>	3,589,998	Registered	LKQ Corporation
United States	<b>LKQ CORPORATION &amp; Design</b>	3,601,147	Registered	LKQ Corporation
United States	<b>LKQ INTOUCH</b>	85/238,047	Pending	LKQ Corporation
Canada	<b>CHROME REMEDIES</b>	1390722	Pending	LKQ Corporation
Canada	<b>WHEEL REMEDIES</b>	1390723	Pending	LKQ Corporation
Costa Rica	<b>LKQ</b>	195963	Registered	LKQ Corporation
Costa Rica	<b>LKQ CORPORATION &amp; Design</b>	195968	Registered	LKQ Corporation
El Salvador	<b>LKQ</b>	130 Book 146	Registered	LKQ Corporation
El Salvador	<b>LKQ CORPORATION &amp; Design</b>	97/136	Registered	LKQ Corporation
Guatemala	<b>LKQ</b>	163891	Registered	LKQ Corporation
Guatemala	<b>LKQ Corporation &amp; Design</b>	163890	Registered	LKQ Corporation
Honduras	<b>LKQ</b>	14.942	Registered	LKQ Corporation
Honduras	<b>LKQ Corporation &amp; Design</b>	14.944	Registered	LKQ Corporation

<u>COUNTRY</u>	<u>MARK</u>	<u>APPL./REG. NO.</u>	<u>STATUS</u>	<u>OWNER</u>
Mexico	LKQ	1093134	Registered	LKQ Corporation
Mexico	LKQ Corporation & Design	1093835	Registered	LKQ Corporation
Panama	LKQ	178323	Registered	LKQ Corporation
Panama	LKQ Corporation & Design	178322	Registered	LKQ Corporation
United States	TRIPLETTASAP AUTO SALVAGE AUTO PARTS	2,025,221	Registered	LKQ TriplettASAP, Inc.
United States	ATK	1,295,986	Registered	North American ATK Corporation
United States	ATK NORTH AMERICA & Design	1,333,162	Registered	North American ATK Corporation
United States	PROBUILT ENGINES & Design	2,749,740	Registered	North American ATK Corporation
United States	ATK ATK NORTH AMERICA QUALITY REMANUFACTURED PRODUCTS SINCE 1936 & Design	3,616,803	Registered	North American ATK Corporation
United States	SPARTAN ENGINES BY VEGE & Design	3,606,830	Registered	North American ATK Corporation
United States	REMANUFACTURING IS THE ULTIMATE FORM OF RECYCLING!	3,732,038	Registered	North American ATK Corporation
United States	ATK PERFORMANCE ENGINES & Design	3,201,849	Registered	North American ATK Corporation
United States	C21 DIAGNOSTICS & Design	3,268,126	Registered	North American ATK Corporation
United States	CAPTAIN'S CHOICE	77/831,187	Pending	North American ATK Corporation
United States	IRONCLAD	85/098,181	Pending	North American ATK Corporation
United States	Miscellaneous Design	2,047,997	Registered	Pick Your Part Auto Wrecking
United States	PICK YOUR PART	2,306,005	Registered	Pick Your Part Auto Wrecking
United States	PICK YOUR PART & Design	2,140,134	Registered	Pick Your Part Auto Wrecking
United States	PULL-N-SAVE	2,418,735	Registered	Pull-N-Save Auto Parts LLC
United States	U PULL IT	2,331,819	Registered	U-Pull-It, Inc.

**PATENT**

**RECORDED: 05/03/2013**

**REEL: 030343 FRAME: 0217**