**PATENT ASSIGNMENT COVER SHEET**

**SUBMISSION TYPE:** NEW ASSIGNMENT  
**NATURE OF CONVEYANCE:** RELEASE OF SECURITY INTEREST

### CONVEYING PARTY DATA

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CORRESPONDENCE DATA

Fax Number: (212)291-9868

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: 212-558-4229

Email: demarco@sullcrom.com, nguyenb@sullcrom.com

Correspondent Name: RAFFAELE A. DEMARCO

Address Line 1: 125 BROAD STREET

Address Line 2: SULLIVAN & CROMWELL LLP

Address Line 4: NEW YORK, NEW YORK 10004-2498

ATTORNEY DOCKET NUMBER: 022555.00001 (RAD)

NAME OF SUBMITTER: RAFFAELE A. DEMARCO

SIGNATURE: /Raffaele A. DeMarco/

DATE SIGNED: 11/09/2015

Total Attachments: 43

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April 24, 2008

Remy International, Inc.
600 Corporation Drive
Pendleton, IN 46064
Attention: JJ Shives

Dear Sir:

Reference is made to (i) that certain Second-Priority Senior Secured Floating Rate Notes Indenture dated as of April 23, 2004, (as amended, amended and restated, supplemented or otherwise modified through the date hereof, the "Second-Lien Note Indenture") among Remy International, Inc. (the "Company"), the subsidiary guarantors from time to time party thereto (the "Guarantors", and together with the Company, the "Indenture Parties"), and Deutsche Bank National Trust Company, as trustee (in such capacity, the "Trustee") and (ii) the Security Documents (as defined in the Second-Lien Note Indenture) and all guarantees, security agreements, mortgages, subordination agreements, intercreditor agreements, pledge agreements, blocked account agreements, notes and other documents and instruments relating thereto (together with the Second-Lien Note Indenture, collectively, the "Indenture Documents"). Unless otherwise defined herein, terms used in the Second-Lien Note Indenture are used herein as therein defined.

The Trustee acknowledges that on December 5, 2007 (i) all outstanding Indebtedness (including, without limitation, for principal, interest and fees, except for reasonable fees and expenses, if any, incurred by the Trustee after December 5, 2007) and other Obligations of the Company under or relating to the Indenture Documents was paid and satisfied in full and irrevocably discharged, terminated and released and (ii) all security interests, mortgages, pledges and other liens granted to or held by Trustee for the benefit of the Holders in any property of the Company or the Guarantors as security for such Indebtedness (collectively, the "Property") as set forth in Schedule I hereto was forever and irrevocably satisfied, released and discharged.

The Trustee hereby authorizes the Company to file with the United States Patent and Trademark Office a copy of this letter evidencing the Trustee’s release of its security interests in the Property.
The Trustee hereby authorizes Remy International, Inc. to file with the appropriate public filing offices UCC termination statements evidencing the Trustee’s release of its security interests in the Property, including, but not limited to, a termination of the lien on file at the Commonwealth of Virginia State Corporation Commission listing World Wide Automotive, LLC as the debtor.

Very truly yours,

DEUTSCHE BANK NATIONAL TRUST COMPANY,
as Trustee

By: [Signature]

Name: George F. Kubin
Title: Vice President
SCHEDULE 1

[List of all UCC's]
MEMORANDUM FOR ADDRESSEES

Delco Remy International, Inc.; Recorded UCCs

May 11, 2004

Enclosed please find recorded copies of 18 UCC-1 Financing Statements and 2 UCC-1 Fixture Filings, along with a summary chart, in connection with the Delco Remy International transaction. I respectfully ask that you please take a look at these documents and email to csteiner@cravath.com. Please retain these copies for your records, and if you have any questions, please do not hesitate to contact me.

Regards,

Elizabeth D. Steiner
Corporate Legal Assistant

George F. Kubin
Deutsche Bank National Trust Company
Trust and Securities Services
222 S. Riverside Plaza, 24th Floor
Chicago, IL 60606-5808

Encl.

VIA FEDERAL EXPRESS
UCC Filing Charts

Exact Legal Name of Debtor: Delco Remy International, Inc., a Delaware Corporation
Organizational ID No.: N/A

Secured Party: Deutsche Bank National Trust Company, as Collateral Agent
Collateral Annex attached: No

### UCC PERSONALTY/FIXTURE FILING SUMMARY CHART

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2902 Enterprise Drive, Anderson, IN 46013 | Deutsche Bank National Trust Company, as Collateral Agent
| Delco Remy International, Inc.

1 Create a separate UCC Filing Chart for each Loan Party.
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**UCC FINANCING STATEMENT**

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CT Lien No.: 297551

**DELAWARE DEPARTMENT OF STATE**

**U.C.C. FILINGS SECTION**

**FILED 06:58 PM 04/25/2004**

**INITIAL FILING NO.:** 4116003 7

**AMENDMENT NO.:** 0000000

**SRV:** 040302357

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**PEMIS OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/20/98)**
UCF FINANCING STATEMENT

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS PRINTED AND READ CAREFULLY

A. NAME A PHONE OR CONTACT AT FILED [Optional]

B. SEND ACKNOWLEDGMENT TO [Name and Address]

C. UCC Trace - McClafferty

111 Eighth Avenue

New York, NY 10011

CT Link Ref #: 257552

FILED WITH: DE Secretary of State

6090113-85 50 SC

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME: DELCO REMY INTERNATIONAL, INC.

A. ORGANIZATION NAME

B. CORPORATION (C) or LLC (L) or INDIVIDUAL (I)

C. THIRD PARTY INTEREST IN ORGANIZATION

D. NAME OF ORGANIZATION (IF APPLICABLE)

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME:

A. ORGANIZATION NAME

B. CORPORATION (C) or LLC (L) or INDIVIDUAL (I)

C. THIRD PARTY INTEREST IN ORGANIZATION

D. NAME OF ORGANIZATION (IF APPLICABLE)

3. SECURED PARTY'S NAME [NAME OF DEBTOR OR DEBTOR'S NAME]

A. ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

B. CORPORATION (C) or LLC (L) or INDIVIDUAL (I)

C. THIRD PARTY INTEREST IN ORGANIZATION

D. NAME OF ORGANIZATION (IF APPLICABLE)

4. FLOOR:

A. 222 S. RIVERSIDE PLAZA, 34TH

B. CHICAGO

C. IL 60606-5808

5. ALTERNATIVE DESIGNATION (if any)

A. DEED OF TRUST

B. MORTGAGE

C. DEED OF DUNG

6. THE FINANCING STATEMENT IS IN THE NAME OF [NAME OF DEBTOR] AS THE Real [as required]

7. DEBTOR RECEIVED DUPLICATE OF STATEMENT [as required]

8. OPTIONS FOR REFERENCE DATA

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC-1) (REV. 07/2002)

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION

FILED 07/07 PM 04/25/2004
INITIAL FILING NUM: 41160020 1
AMENDMENT NUMBER: 0000000

SERV: 040302974

PATENT

REEL: 037075 FRAME: 0043
UCC FINANCING STATEMENT

DEALERS IN INSTRUCTIONS (Read and initial) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (Edition)
8007863069

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

[Dealers Name - McClure]
111 Eighth Avenue
New York, NY 10011

CT Lien Ref #: 257553

DEALERS DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 07/1998 PM 04/26/2004
INITIAL FILING NO.: 4116023
AMENDMENT NUMBER: 000000
SRV: 0403029977

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only when debtor business name is not a corporation or partnership

THE ORGANIZATION NAME: DELCO REMY AMERICA, INC.

11. NON-MAILED LAST NAME: FIRST NAME: MIDDLE NAME: SUFFIX: 


13. TAX ID#: مجلس أثري: ORGANIZATION TYPE: CORPORATION: DELAWARE

14. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only when debtor business name is not a corporation or partnership

THE ORGANIZATION NAME:

16. ADDITIONAL ORGANIZATION NAME:

17. ADDITIONAL ORGANIZATION NAME:

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only when debtor business name is not a corporation or partnership

THE ORGANIZATION NAME:

18. ADDITIONAL ORGANIZATION NAME:

19. ADDITIONAL ORGANIZATION NAME:

3. SECURED PARTY'S NAME or NAME OF TOTAL AGENT OF ASSESSOR (to be signed only one name shown in lines 20 & 21)

THE ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

20. ADDITIONAL ORGANIZATION NAME:

21. ADDITIONAL ORGANIZATION NAME:

22. ADDITIONAL ORGANIZATION NAME:

23. ADDITIONAL ORGANIZATION NAME:

4. THE FINANCING STATEMENT covers the following collateral:

5. AS DESCRIBED:

6. ALTERNATIVE DESCRIPTION (if applicable): 

7. LESSOR/LESSEE: LESSOR'S NAME: LEASED PROPERTY:
Indiana Secretary of State  
Filing Number: 200400003997377  
Filing Date: 04/27/2004 17:30:00

UCC FINANCING STATEMENT
FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGEMENT TO: (Name and Address)

| UCC Team 3 - McClafferty|
| 111 Eighth Avenue|
| New York, NY 10011 |

CT Lien Ref #: 251555

Filed with: IN: Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a. ORGANIZATION NAME</td>
</tr>
<tr>
<td>FRANKLIN POWER PRODUCTS, INC.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>1b. INDIVIDUAL'S LAST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>FIRST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>MIDDLE NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>SUFFIX</td>
</tr>
</tbody>
</table>

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>2a. ORGANIZATION NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>FIRST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>MIDDLE NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>SUFFIX</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>2b. INDIVIDUAL'S LAST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>FIRST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>MIDDLE NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>SUFFIX</td>
</tr>
</tbody>
</table>

3. SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE OF ASSIGNMENT) - Insert only one secured party name (3a or 3b)

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>3a. ORGANIZATION NAME</td>
</tr>
<tr>
<td>DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>3b. INDIVIDUAL'S LAST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>FIRST NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>MIDDLE NAME</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>SUFFIX</td>
</tr>
</tbody>
</table>

4. This FINANCING STATEMENT covers the following collateral:

ALL ASSETS.

5. ALTERNATIVE DESIGNATION (in applicable)

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>5a. BUSINESS</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>COMBINED BUSINESS</td>
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<tr>
<td></td>
</tr>
<tr>
<td>MALE/FEMALE</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>MR./MISS/MRS.</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>SUFFIX</td>
</tr>
</tbody>
</table>

6. This FINANCING STATEMENT is to be filed for record (or recording) in the REAL PROPERTY REGISTRATION OFFICE

<table>
<thead>
<tr>
<th>OR</th>
</tr>
</thead>
<tbody>
<tr>
<td>6a. ADDITIONAL STATE</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>ADDITIONAL CITY</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>ADDITIONAL ZIP</td>
</tr>
<tr>
<td></td>
</tr>
</tbody>
</table>

7. ADDITIONAL FILER REFERENCE DATA

FILING OFFICE COPY -- NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/2008)

PATENT
REEL: 037075 FRAME: 0045
**UCC FINANCING STATEMENT**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

A. NAME & PHONE OF CONTACT AT FILER (optional): 8007863069

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

- [ ] UCC Team - McClafferty
  - 111 Eighth Avenue
  - New York, NY 10011

CT Lien Ref #: 257556

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

**1. DEBTOR'S EXACT FULL LEGAL NAME**

- INTERNATIONAL FUEL SYSTEMS, INC.

**OR**

<table>
<thead>
<tr>
<th>INDIVIDUAL'S LAST NAME</th>
<th>FIRST NAME</th>
<th>MIDDLE NAME</th>
<th>SUFFIX</th>
</tr>
</thead>
</table>

**CITY**

- FRANKLIN

**STATE**

- IN

**POSTAL CODE**

- 46131

**COUNTRY**

- US

**1. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME**

**OR**

<table>
<thead>
<tr>
<th>INDIVIDUAL'S LAST NAME</th>
<th>FIRST NAME</th>
<th>MIDDLE NAME</th>
<th>SUFFIX</th>
</tr>
</thead>
</table>

**CITY**

- FRANKLIN

**STATE**

- IN

**POSTAL CODE**

- 46131

**COUNTRY**

- US

**1. SECURED PARTY'S NAME**

- DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

**OR**

<table>
<thead>
<tr>
<th>INDIVIDUAL'S LAST NAME</th>
<th>FIRST NAME</th>
<th>MIDDLE NAME</th>
<th>SUFFIX</th>
</tr>
</thead>
</table>

**CITY**

- CHICAGO

**STATE**

- IL

**POSTAL CODE**

- 60606-3808

**COUNTRY**

- US

4. THE FINANCING STATEMENT covers the following collateral:

- ALL ASSETS.

5. ALTERNATIVE DESIGNATION (if applicable): LAUSCHEX, R.O.

6. THIS FINANCING STATEMENT is to be filed for record (or recorded in the REAL PROPERTY RECORDS) in the:

- INDIANAPOLIS, INDIANA

7. CHECK (1) IF REQUESTED SEARCH REPORT IS (OR IS NOT) IN切れ

- All Others: (3) Doctor 1 (3) Doctor 2

8. OPTICAL FILER REFERENCE DATA

**FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/26/99)**
**UCC FINANCING STATEMENT**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

1. **DEBTOR'S EXACT FULL LEGAL NAME** - Insert only one debtor name (1st or 2nd) - do not abbreviate or combine names

<table>
<thead>
<tr>
<th>Name/Organization Name</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>Postal Code</th>
<th>Country</th>
</tr>
</thead>
<tbody>
<tr>
<td>MARINE CORPORATION OF AMERICA</td>
<td>400 N. FORSYTHE STREET, P.O. BOX</td>
<td>FRANKLIN</td>
<td>IN</td>
<td>46131</td>
<td>US</td>
</tr>
</tbody>
</table>

2. **ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME** - Insert only one debtor name (1st or 2nd) - do not abbreviate or combine names

<table>
<thead>
<tr>
<th>Name/Organization Name</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>Postal Code</th>
<th>Country</th>
</tr>
</thead>
</table>

3. **SECURED PARTY'S NAME** - Insert the name of the secured party (1st or 2nd)

<table>
<thead>
<tr>
<th>Name/Organization Name</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>Postal Code</th>
<th>Country</th>
</tr>
</thead>
<tbody>
<tr>
<td>DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT</td>
<td>222 S. RIVERSIDE PLAZA, 24TH FLOOR</td>
<td>CHICAGO</td>
<td>IL</td>
<td>60606-3808</td>
<td>US</td>
</tr>
</tbody>
</table>

4. **FILING OFFICE COPY -- NATIONAL UCC FINANCING STATEMENT (FORM UCC 1) (REV. 07/28/98)**

**INSTRUCTIONS**

- **2. ADDRESS**: If the mailing address is different from the physical address, insert the mailing address in this space. If the mailing address is the same as the physical address, a separate mailing address is not needed.

- **4. FILING OFFICE COPY**: If the mailing address is different from the physical address, insert the mailing address in this space. If the mailing address is the same as the physical address, a separate mailing address is not needed.
Filing Acknowledgement

April 28, 2004

Job Number
U20040427-1318

Initial Filing Number
2004085682-5

Filing Description
Initial Financing Statement

Document Filing Number
2004085682-5

Date/Time of Filing
04/27/2004 05:00 PM

Debtors

NABCO, INC.
591 EAST CHURCH STREET
REED CITY MI 49677

Secured Parties

DEUTSCHE BANK
NATIONAL TRUST COMPANY, AS COLLATERAL AGENT
222 S. RIVERSIDE PLAZA, 24TH FLOOR
CHICAGO IL 606065808

The attached document(s) were filed with the Michigan Secretary of State, Uniform Commercial Code Section. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Michigan Department of State
Jeffry C. Nickerson
Filing Officer
UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

   UCC Team 3 - McClafferty
   111 Eighth Avenue
   New York, NY 10011

   CT Lien Ref #: 257561
   Filed with: MI Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names.

   a. ORGANIZATIONS NAME
      NABCO, INC.

   b. MAILING ADDRESS
      591 EAST CHURCH STREET
      REED CITY
      MI 49677

   c. TAX ID # & SSN OR EN
      123-45-6789

   d. TYPE OF ORGANIZATION
      Corporation

   e. JURISDICTION OF ORGANIZATION
      Michigan

   f. ORGANIZATIONAL ID # & any
      003973

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names.

   a. ORGANIZATIONS NAME

   b. MAILING ADDRESS

   c. TAX ID # & SSN OR EN

   d. TYPE OF ORGANIZATION

   e. JURISDICTION OF ORGANIZATION

   f. ORGANIZATIONAL ID # & any

3. SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE OF ASSIGNOR ELP) - Insert only one secured party name (3a or 3b)

   a. ORGANIZATIONS NAME
      DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

   b. MAILING ADDRESS

   c. TAX ID # & SSN OR EN

   d. TYPE OF ORGANIZATION

   e. JURISDICTION OF ORGANIZATION

   f. ORGANIZATIONAL ID # & any

4. This FINANCING STATEMENT covers the following collateral:

   ALL ASSETS

5. ALTERNATIVE DESIGNATION IF applicable

6. FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) [REV. 07/20/98]

7. PATENT REEL: 037075 FRAME: 0050
UCC FINANCING STATEMENT

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names
   (a) ORGANIZATION NAME: POWER INVESTMENTS, INC.

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names
   (a) ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

3. SECURED PARTY'S NAME (for NAME OF TOTAL ASSIGNEE of ASCBORO URI) - Insert only one secured party name (3a or 3b)
   (a) ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

4. THE FINANCING STATEMENT covers the following collateral:
   ALL ASSETS

5. ALTERNATIVE DESIGNATION (if applicable)

6. THE FINANCING STATEMENT is to be filed (or recorded) in the REAL
   STATE REGISTRAR ASCBORO URI

7. ADDITIONAL FEE: $5.00

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/88)
UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (bold and italic) CAREFULLY

A. NAME & PHONE# OF CONTACT AT FILER (optional)
   8007863169

B. SEND ACKNOWLEDGMENT TO: (Name and Address)
   UCC Team 3 - McClafferty
   118 Eighth Avenue
   New York, NY 10011

CT Lim Ref #: 257954
Filed with: NJ Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME: Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

   OR

   1a. ORGANIZATION NAME: POWER INVESTMENTS MARINE, INC.

   FIRST NAME: ANDERSON
   MIDDLE NAME: IN
   LAST NAME: 46013
   COUNTRY: US
   TAX ID #: 55433261-0
   ADDITIONAL ORGANIZATION NAME:

   ADDRESS: 2902 ENTERPRISE DRIVE
   CITY: ANDERSON
   STATE: IN
   POSTAL CODE: 46013
   COUNTRY: US
   TYPE OF ORGANIZATION: CORPORATION
   JURISDICTION OF ORGANIZATION: New Jersey
   ORGANIZATION ID #: 01000073382

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME: Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

   OR

   2a. ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

   FIRST NAME: FLOOR
   MIDDLE NAME: 222 S. RIVERSIDE PLAZA, 24TH
   LAST NAME: CITY: CHICAGO
   STATE: IL
   POSTAL CODE: 60605-5808
   COUNTRY: US

3. SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE OF ASSIGNOR'S SP) - Insert only one secured party name (3a or 3b)

   OR

   3a. ORGANIZATION NAME: LEASEE

   ADDRESS: 222 S. RIVERSIDE PLAZA, 24TH
   CITY: CHICAGO
   STATE: IL
   POSTAL CODE: 60605-5808
   COUNTRY: US

4. THE FINANCING STATEMENT covers the following collateral:

   ALL ASSETS

5. ALTERNATIVE DESIGNATION [if applicable]

   OR

   5a. LESSOR

   RECEIVING PARTY: CONSIGNEE
   SELLING PARTY: SELLER
   BUYER: AS LIEN: NON-UCC FILING

6. STATE REGISTRATION [to be filed per owners (or required) in a REAL

   OR

   6a. STATE REGISTRATION

   ADDITIONAL FEES

7. OPTIONAL PAPER REFERENCE DATA

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/96)

TOTAL P. 02

PATENT
REEL: 037075 FRAME: 0052
# UCC Financing Statement

**Date of Filing:** 04/27/2004 11:19 AM

**Filed with:** Texas Secretary of State

**File Number:** 04-0065816777

**UCC Financing Statement**

<table>
<thead>
<tr>
<th>ADDRESS</th>
<th>CITY</th>
<th>STATE</th>
<th>POSTAL CODE</th>
<th>COUNTRY</th>
</tr>
</thead>
<tbody>
<tr>
<td>617 SOUTH 4TH STREET</td>
<td>MANSFIELD</td>
<td>TX</td>
<td>76063</td>
<td>US</td>
</tr>
</tbody>
</table>

**Debtor's Exact Full Legal Name:** POWERBILT PRODUCTS, INC.

**Address:** 617 SOUTH 4TH STREET

**City:** MANSFIELD

**State:** TX

**Postal Code:** 76063

**Country:** US

**Organizations Name:**

<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
<th>Suffix</th>
</tr>
</thead>
<tbody>
<tr>
<td>POWERBILT PRODUCTS, INC.</td>
<td></td>
<td></td>
<td></td>
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</tbody>
</table>

**Additional Debtor's Exact Full Legal Name:**

<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
<th>Suffix</th>
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</thead>
<tbody>
<tr>
<td></td>
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</tbody>
</table>

**Secured Party's Name:** DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

**Address:** 222 S. RIVERSIDE PLAZA, 4TH FLOOR

**City:** CHICAGO

**State:** IL

**Postal Code:** 60606-5908

**Country:** US

**Organizations Name:**

<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
<th>Suffix</th>
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</thead>
<tbody>
<tr>
<td>DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT</td>
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<td></td>
<td></td>
</tr>
</tbody>
</table>

**File Number:** 04-0065816777

**Filing Office Copy — National UCC Financing Statement (Form UCC1) (Rev. 07/2008)**

TOTAL P. 02
## UCC FINANCING STATEMENT

**FOLLOW INSTRUCTIONS Below and Be CAREFUL**

### A. NAME & PHONE OF CONTACT AT FILER (optional)

- **Name:** Remi International, Inc.
- **Address:** 220 S. Riverside Plaza, 24th Floor
- **City:** Chicago
- **State:** IL
- **Postal Code:** 60606-5308
- **Country:** US

### B. SEND ACKNOWLEDGMENT TO: (Name and Address)

- **Name:** CT Lien Ref #: 257567
- **Address:** 220 S. Riverside Plaza, 24th Floor
- **City:** Chicago
- **State:** IL
- **Postal Code:** 60606-5308
- **Country:** US

### DEBTOR'S EXACT FULL LEGAL NAME:

- **Name:** Remi International, Inc.

### 12. MAILING ADDRESS:

- **220 S. Riverside Plaza, 24th Floor
- **City:** Chicago
- **State:** IL
- **Postal Code:** 60606-5308
- **Country:** US

### C. NAME OF ORGANIZATION:

- **Deutsche Bank National Trust Company, as Collateral Agent**

### 3. SECURED PARTY'S NAME (NAME OF ENTITY WHOM THE DEBTOR OWES MONEY TO OR IS IN RECEIPT OF MONEY FROM)

- **Deutsche Bank National Trust Company, as Collateral Agent**

### 6. ALTERNATIVE DESIGNATION (If applicable)

- **Debtor**

---

**FILING OFFICE COPY --- NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/27/95)**

**DELAWARE DEPARTMENT OF STATE**

**U.C.C. FILING SECTION**

**FILED 07:18 PM 04/26/2004**

**INITIAL FILING NUM: 41160524**

**AMENDMENT NUMBER: 00000000**

**SER: 040302991**

---

**PATENT**

**REEL: 037075 FRAME: 0054**
**UCC FINANCING STATEMENT**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

A. NAME & PHONE OF CONTACT AT FILED [goes here]

- **INSTRUCTIONS**

**Send Acknowledgment To:**

- **Name and Address:** [UCC Team 3 - McClelland]
  111 Eighth Avenue
  New York, NY 10011

**Filed with:** DE Secretary of State

**CT Lien Ref #: 257568**

**Filed by:** [Reman Holdings, LLC]

<table>
<thead>
<tr>
<th>1. DEBTOR'S EXACT FULL LEGAL NAME</th>
<th>Raman Holdings, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td>OR 1. INDIVIDUAL'S LAST NAME</td>
<td></td>
</tr>
<tr>
<td>2. MAILING ADDRESS</td>
<td>2902 Enterprise Drive</td>
</tr>
<tr>
<td>3. STATE</td>
<td>IN</td>
</tr>
<tr>
<td>4. ZIP</td>
<td>46013</td>
</tr>
<tr>
<td>5. CITY</td>
<td>Anderson</td>
</tr>
<tr>
<td>6. TYPE OF ORGANIZATION</td>
<td>LLC</td>
</tr>
<tr>
<td>7. ORGANIZATIONAL ID #</td>
<td>Delaware</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME</th>
<th>Raman Holdings, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td>OR 2. INDIVIDUAL'S LAST NAME</td>
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<td>3. MAILING ADDRESS</td>
<td>222 S. Riverside Plaza, 24th</td>
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<td>4. STATE</td>
<td>IL</td>
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<td>5. ZIP</td>
<td>60606-8214</td>
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<td>6. CITY</td>
<td>Chicago</td>
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**DEPARTMENT OF STATE**

**U.C.C. FILING SECTION**

**FILED:** 02/19 PM 04/26/2004

**INITIAL FILING NUM:** 41160631

**AMENDMENT NUMBER:** 0000000

**SERV:** 040302996

**DEPARTMENT OF STATE**

**U.C.C. FILING SECTION**

**FILED:** 02/19 PM 04/26/2004

**INITIAL FILING NUM:** 41160631

**AMENDMENT NUMBER:** 0000000

**SERV:** 040302996

**FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 6/22/98)**

**PATENT**

**REEL:** 037075 **FRAME:** 0055
**UCC FINANCING STATEMENT**

**FOLLOW INSTRUCTIONS (Print and hand carefully)**

**A. NAME & PHONE OF CONTACT AT FILER**

8007R63069

**B. SIGNATURE TO BE PROVIDED BY DEBTOR**

CT Lien Ref #: 231570

Filing with: DE Secretary of State

**I. DEBTOR’S EXACT FULL LEGAL NAME** - Insert only one debtor name (for or LLC) - do not abbreviate or condense names.

**REMY POWERTRAIN, L.P.**

**II. ORGANIZATIONS NAME**

**REMY POWERTRAIN, L.P.**

**III. MAILING ADDRESS**

2902 ENTERPRISE DRIVE

ANDERSON

STATE: IN

POSTAL CODE: 46013

COUNTRY: US

**IV. TAX ID**

N/A

**V. DESCRIPTION OF ORGANIZATION**

L.P.

**VI. ORGANIZATIONAL ID**

N/A

**VII. ADDITIONAL DEBTOR’S EXACT FULL LEGAL NAME** - Insert only one debtor name (for or LLC) - do not abbreviate or condense names.

**DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT**

**III. SECURITY INTEREST**

222 S. RIVERSIDE PLAZA, 24TH

CHICAGO

STATE: IL

POSTAL CODE: 60606-5808

COUNTRY: US

**J. SPECIAL INSTRUCTIONS TO DEBITER OR OTHER PARTY**

None

**K. ATTORNEY OF RECORD**

None

**L. OPTIONAL PLURS REFERENCE DATA**

None

**FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT (FORM U101) (REV. 01/2006)**
UCC FINANCING STATEMENT
FOLLOW INSTRUCTIONS (proof and ink) CAREFULLY

1. DEBTOR'S EXACT FULL LEGAL NAME

2. ORGANIZATION NAME

3. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME

4. ORGANIZATION NAME

5. SECURED PARTY'S NAME

6. ORGANIZATION NAME

7. ADDITIONAL SECURED PARTY'S NAME

8. ORGANIZATION NAME

9. Unsecured Party's Name

10. Debtor's Name

11. Debtor's Mailing Address

12. Tax ID No.

13. Mailing Address

14. Date of Delivery

15. Certificate Number

16. Certificate of Deposit

17. Certificate of Trust

18. Certificate of Authorization

19. Certificate of Formation

20. Certificate of Good Standing

21. Certificate of Authority

22. Certificate of Incorporation

23. Certificate of Organization

24. Certificate of Authority

25. Certificate of Good Standing

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222. Certificate of Authority

TOTAL: P. 12

PATENT
REEL: 037075 FRAME: 0057
**UCC FINANCING STATEMENT**

*Follow instructions (read and back) carefully.*

**1. ORGANIZATION'S NAME:** WORLD WIDE AUTOMOTIVE, LLC.

**2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME:**

<table>
<thead>
<tr>
<th>INDIVIDUAL'S LAST NAME</th>
<th>FIRST NAME</th>
<th>MIDDLE NAME</th>
<th>SUFFIX</th>
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<tr>
<th>MAILING ADDRESS</th>
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<th>POSTAL CODE</th>
<th>STATE</th>
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<tbody>
<tr>
<td>300 WEST BROOKE RD.</td>
<td>US</td>
<td>22603</td>
<td>VA</td>
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<tr>
<th>JURISDICTION OF ORGANIZATION</th>
<th>ORGANIZATIONAL ID, if any</th>
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<tbody>
<tr>
<td>Virginia</td>
<td>VA S111152-7</td>
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**3. SECURED PARTY'S NAME:**

<table>
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<tr>
<th>INDIVIDUAL'S LAST NAME</th>
<th>FIRST NAME</th>
<th>MIDDLE NAME</th>
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<th>POSTAL CODE</th>
<th>STATE</th>
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</thead>
<tbody>
<tr>
<td>DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT</td>
<td>US</td>
<td>60567-5808</td>
<td>IL</td>
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</table>

**4. This financing statement covers the following collateral ALL ASSETS.**

---

**FILED WITH VA: STATE CORPORATION COMMISSION**

**Filed with VA:** State Corporation Commission

**Ref #: 257594**

**Date:** 04/04/2012

**Time:** 11:56

**CLERK'S OFFICE**

**Reel:** 037075 **Frame:** 0058
UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

C. LIEN REFILE #: 257597

D. ORIGINALLY FILED WITH: IN: Johnson

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION NAME

FRANKLIN POWER PRODUCTS, INC.

1b. INDIVIDUAL'S LAST NAME

FRANKLIN

2a. MAILING ADDRESS

400 N. FORSYTHE STREET, P.O. BOX

667

FRANKLIN

IN 46131

COUNTRY

US

2b. ORGANIZATION NAME

DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

3a. MAILING ADDRESS

222 S. RIVERSIDE PLAZA, 24TH

FLOOR

CHICAGO

IL 60606-5808

COUNTRY

US

2c. ORGANIZATION NAME

4. THE FINANCING STATEMENT covers the following collateral:

ALL FIXTURES LOCATED ON THE REAL ESTATE AS DESCRIBED ON EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE HERIN.

5. ALTERNATIVE DESIGNATION (if applicable)

6. ADDITIONAL INFORMATION (if any)

7. DETERMINATION OF DEBTOR OF SECURITY AGREEMENT (if applicable)

8. ADDITIONAL INFORMATION (if any)

THIS IS A FIXTURE FILING AND SHOULD BE FILED IN THE REAL ESTATE RECORDS.

PATENT

REEL: 037075 FRAME: 0059
UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (11a or 11b) OR RELATED FINANCING STATEMENT

or:

10. MISCHELUS:

ORGANIZATION'S NAME

FRANKLIN POWER PRODUCTS, INC.

11a. ORGANIZATION'S NAME

11b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11d. TAX ID #, SSN or EIN

ADD'L INFORMATION ORGANIZATION

11e. TYPE OF ORGANIZATION

11f. JURISDICTION OF ORGANIZATION

11g. ORGANIZATIONAL ID & if any

11h. ESTABLISHED ON

11i. EXPIRES ON

11j. DESCRIPTION OF COLLATERAL

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

12. ADDITIONAL SECURED PARTY'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

12c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

13. This FINANCING STATEMENT covers [ ] as-extracted collateral, or is filed as a [ ] future filing.

14. Description of real estate:

400 N. FORSYTH

ADDENDUM AND LEGAL DESCRIPTION ATTACHED

15. Name and address of a RECORD OWNER of above-described real estate

(F. Debtor does not have a record owner)

FRANKLIN POWER PRODUCTS, INC.

16. Additional collateral description:

17. Check only if applicable and select only one box.

Debtor is a [ ] Trust or [ ] Trustee acting with respect to property held in trust or [ ] Decedent's Estate

18. Check only if applicable and select only one box.

Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT ADDENDUM (FORM UCC1aD) (REV. 07/29/93)

PATENT

REEL: 037075 FRAME: 0060
EXHIBIT "A"
LEGAL DESCRIPTION

Part of the West half of the Northwest quarter and part of the West half of the southwest quarter of Section 13 and part of the East half of the Southeast quarter of Section 14, all in Township 12 North, Range 4 East of the Second Principal Meridian, Johnson County, Indiana, including a portion of Harness Factory Addition, described as follows:

Beginning at the Southwest corner of the West Half of the Northwest corner of said Section 13; thence North 0 degrees 13 minutes 30 seconds East on and along the West line thereof 321.58 feet; thence South 86 degrees 57 minutes East parallel to the South line of the said Half Quarter Section 579.56 feet to the West right of way line of Forsythe Street; said point being 321.75 feet North of and 772.51 feet North 86 degrees 57 minutes West of the Southwest corner of the said Half Quarter Section; thence South 0 degrees 12 minutes 47 seconds West on and along the said right-of-way line 321.59 feet to the South line of this said Half Quarter Section; thence North 86 degrees 57 minutes West on and along the said South line 91.23 feet to the Northeast corner of a Tract deeded to the Johnson County Agricultural Society in Deed Record "S", page 192, as recorded in the Recorder's Office of Johnson County, Indiana; thence South 27 degrees 36 minutes 08 second West on and along the East line of the said Tract 587.21 feet to the Southwest corner thereof; thence South 89 degrees 53 minutes West on and along the South line of the said tract 72.97 feet; thence North 0 degrees 13 minutes 30 seconds East 10.80 feet to the Southeast corner of Lot Number 21 of Harness Factory Addition; thence North 86 degrees 57 minutes West on and along the South line of the said Lot 21, 118.00 feet to the Southwest corner thereof; thence North 0 degrees 13 minutes 30 seconds East 8.85 feet to a point on the North right-of-way line of Kentucky Street; thence North 89 degrees 43 minutes 30 seconds West on and along the said right-of-way line 260.48 feet to the East right-of-way line of Ott Street, said point being on the West line of Lot Number 4 in Harness Factory Addition 20.00 feet North of the Southwest corner thereof; thence North 0 degrees 13 minutes 30 seconds East on and along the said East right-of-way line 514.78 feet to the North line of the East Half of the Southeast Quarter of the said Section 14; thence North 88 degrees 53 minutes East on and along the said North line 233.6 feet to the POINT OF BEGINNING.

ALSO, part of the West Half of the Southwest Quarter of Section 13, Township 12 North, Range 4 East of the Second Principal Meridian, Johnson County, Indiana, described as follows:

Beginning on the North line of the said Half Quarter Section 488.40 feet East of the Northwest corner thereof; thence South 86 degrees 57 minutes East, on and along the said North line, 91.23 feet to the West right-of-way line of Forsythe Street, said point being 773.71 feet West of the Northeast corner of the said Half Quarter Section; thence South 0 degrees 12 minutes 47 seconds West, on and along the said right-of-way line, 60.00 feet; thence North 89 degrees 47 minutes 13 seconds West 124.55 feet; thence North 27 degrees 36 minutes 08 seconds East 72.66 feet to the PLACE OF BEGINNING, containing 0.155 acres, more or less (This tract is part of Lot 11 in Addition of Outlots of F.M. Finch and others).
Together with the right to use the wells presently located on an adjacent 9.07 acre tract, together with the right of ingress and egress from King Street to said wells, and an easement for water lines from said wells to the property herein described, and subject to all maintenance of said wells and water line as recorded in Record Book 231, Page 614.
**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

   OR

   1a. ORGANIZATION NAME

   1b. INDIVIDUAL'S LAST NAME

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

   OR

   2a. ORGANIZATION NAME

   2b. INDIVIDUAL'S LAST NAME

3. SECURED PARTY'S NAME OR NAME OF TOTAL ASSIGNEE OF ASSIGNEE SPI - Insert only one secured party name (3a or 3b)

   OR

   3a. ORGANIZATION NAME

   3b. INDIVIDUAL'S LAST NAME

4. THE FINANCING STATEMENT covers the following collateral:

   ALL FIXTURES LOCATED ON THE REAL ESTATE AS DESCRIBED ON EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE HERETIN.

5. ALTERNATIVE DESIGNATION (if applicable)

6. THE FINANCING STATEMENT is to be filed (or recorded) in the REAL ESTATE RECORDS at the following:

   OR

   6a. DEPARTMENT

7. CHECK TO REQUEST SEARCH REPORTS ON DEBTOR(S) NATIONAL

   OR

   7a. ALL DEBTORS

   7b. DEBTOR 1

   7c. DEBTOR 2

8. OPTIONAL, FILER REFERENCE DATA

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**COPY**

Recorded Johnson County, Indiana
Sue Anne Misiniec, Recorder
Date 04/27/2004 Time 14:12:57 1 of 3 Pgs
Inst # 2004-000186 FIN
Fee Amt: 11.00

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609G112-11 SC SC

THIS IS A FIXTURE FILING AND SHOULD BE FILED IN THE REAL ESTATE RECORDS.
**UCC FINANCING STATEMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

9. **NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT**
   - Organization’s Name: FRANKLIN POWER PRODUCTS, INC.
   - OR
   - Individual’s Last Name: FIRST NAME MIDDLE NAME SUFFIX

"10. MISCELLANEOUS:

| 11. ADDITIONAL DEBTOR’S EXACT FULL LEGAL NAME: Insert only one name (11a or 11b) - do not abbreviate or combine names |
|---|---|---|---|
| OR | 11a. ORGANIZATION’S NAME | 11b. INDIVIDUAL’S LAST NAME | FIRST NAME MIDDLE NAME SUFFIX |
| 11c. MAILING ADDRESS | CITY STATE POSTAL CODE COUNTRY |
| 11d. TAX ID #: SSN OR EN ADDL INFO ORGANIZATION \ | 11e. TYPE OF ORGANIZATION | 11f. JURISDICTION OF ORGANIZATION \ | 11g. ORGANIZATIONAL ID #, if any |
| | | | |
| \ | NONE |

12. **ADDITIONAL SECURED PARTY’S NAME or ASSIGNOR’S NAME - Insert only one name (12a or 12b)**

| 12a. ORGANIZATION’S NAME | 12b. INDIVIDUAL’S LAST NAME | FIRST NAME MIDDLE NAME SUFFIX |
|---|---|---|---|
| 12c. MAILING ADDRESS | CITY STATE POSTAL CODE COUNTRY |

13. The FINANCING STATEMENT covers \[\quad \checkmark] \] [ ] co-extending collateral, or is filed as \[\quad \checkmark] \] [ ] future filing.

14. Description of real estate:

980 HURRICANE ROAD

ADDENDUM AND LEGAL DESCRIPTION ATTACHED.

15. Name and address of a RECORDED OWNER of above-described real estate
   - (If Debtor does not have a record interest):
   
   FRANKLIN POWER PRODUCTS, INC.

17. Check only if applicable and check only one box:
   - Debtor is a \[\quad \checkmark] \] Trust or \[\quad \checkmark] \] Trustee acting with respect to property held in trust or \[\quad \checkmark] \] Decedent’s Estate

18. Check only if applicable and check only one box:
   - Debtor is a TRANSMITTING UTILITY
   - Filed in connection with a Manufactured-Home Transaction — effective 30 years
   - Filed in connection with a Public-Finance Transaction — effective 30 years

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT ADDENDUM (FORM UCC1A(2)) (REV. 07/29/96)
EXHIBIT "A"
LEGAL DESCRIPTION

Part of the West half of the Northwest Quarter of Section 13, Township 12 North, Range 4 East of the Second Principal Meridian, in Johnson County, Indiana, described as follows:
Beginning at a point 1056 feet East and 111.5 feet South of the Northwest corner thereof; thence South 30 minutes East 1313 feet to the North line of Hamilton Avenue; thence West along and upon the North line of Hamilton Avenue 292.6 feet to the East line of a lot heretofore deeded to Wilma Jean Houeland, Deed Record Number 133, page 187, of Johnson County, Indiana; thence North with said East line 236 feet; thence West parallel to North line of Hamilton Avenue 140 feet; thence South parallel to West section line 96.8 feet; thence West parallel to North line of Hamilton Avenue 90.65 feet; thence South parallel to West section line 4.2 feet; thence West parallel to North line of Hamilton Avenue 175.35 feet, said point being 21 rods 15 links East of the West line of Section 13, Township 12 North, Range 4 East; thence North parallel to West section line 676 feet to the right of way line of the Franklin and Martinsville Railroad; thence northeasterly along the right of way line of the Franklin and Martinsville Railroad 848.75 feet to the PLACE OF BEGINNING.
August 26, 2004

Via Facsimile

George F. Kubin
Deutsche Bank National Trust Company
Trust and Securities Services
222 South Riverside Plaza, 24th Floor
Chicago, IL  60606

Dear Mr. Kubin:

As you are already aware, on August 13, 2004, Remy International Inc. ("Remy") and Reman Holdings, LLC entered into a Stock Purchase Agreement with Caterpillar Inc. (the "Buyer"). Pursuant to the terms of the Purchase Agreement, on the closing date of the transaction, all of the outstanding stock of Williams Technologies, Inc. and JAX Reman LLC will be sold to the Buyer.

Pursuant to Section 5.1 of that certain Intercreditor Agreement (the "Intercreditor Agreement"), dated as of April 23, 2004, among Congress Financial Corporation, Deutsche Bank National Trust Company, Remy, and the Subsidiary Guarantors from time to time party thereto, we hereby notify you that the sale of the capital stock of JAX and Williams is otherwise permitted under the Senior Credit Agreement and the Indenture.

Very truly yours,

REMY INTERNATIONAL INC.

By:

Name: Craig J. Hart
Title: Treasurer
**UCC FINANCING STATEMENT**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

| A. NAME & PHONE OF CONTACT AT FILER (optional) | 3007863669 |
| B. SIGNATURE & ADDRESS TO (Name and Address) | UCC Team 3 - McClafferty 111 Eighth Avenue New York, NY 10011 |
| CT Lien Ref #: 257952 | Filled with: SC: Secretary of State |

| 1. DEBTOR'S EXACT FULL LEGAL NAME | WILLIAMS TECHNOLOGIES, INC. |
| 211 FARMINGTON RD., P.O. BOX 1548 | SUMMERVILLE |
| SC | 29484 |
| 1d. TAX #: | Corporation |
| 1e. TYPE OF ORGANIZATION | South Carolina |
| 1f. JURISDICTION OF ORGANIZATION | NONE |
| 1g. ORGANIZATION ID #: | |

| 2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME | |
| 21 ORGANIZATIONS NAME | |
| 2a. INITIALS LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX |
| 2b. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY |
| 2c. TAX #: | | |
| 2d. TYPE OF ORGANIZATION | |
| 2e. JURISDICTION OF ORGANIZATION | |
| 2f. ORGANIZATION ID #: | NONE |

| 3. SECURED PARTY'S NAME | DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT |
| 31 ORGANIZATIONS NAME | |
| 3a. INITIALS LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX |
| 3b. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY |
| 3c. ADDITIONAL PARTY: | |
| 3d. FLOOR | |
| 3e. COUNTRY | |

**This FINANCING STATEMENT covers the following collateral: ALL ASSETS.**

| 5. ALTERNATIVE DESIGNATION (if applicable) | LESSOR/LESSOR | CONSUMER/CONSUMER | SELLER/SELLER | AG. LIEN | FINANCIAL/CENDING |
| 1. This FINANCING STATEMENT is filed for record or recordation in the REAL ESTATE RECORDING |
| 3. TOTAL FILE REFERENCE DATA | 040427-09229567 | UC-1 FINANCING STATEMENT |
| 004 | Filing Office Copy: National |
| REEL: 037075 FRAME: 0067 |
REMY INTERNATIONAL, INC.

Officers' Certificate

Pursuant to Section 11.06 of the Indenture

Reference is hereby made to that certain Indenture (the "Indenture"), dated as of April 23, 2004, providing for the issuance of an aggregate principal amount of $150,000,000 of 9 3/8% Senior Subordinated Notes Due 2012, among Remy International, Inc., a Delaware corporation (the "Company"), the Subsidiary Guarantors from time to time party thereto and Deutsche Bank National Trust Company, a California corporation (the "Trustee"). Capitalized terms used but not defined herein shall have the meanings specified in the Indenture.

We, Roderick English and Allen R. Wilkie, hereby certify that we are the Senior Vice President, Human Resources and Communications, and the Vice President, Special Projects, respectively, of the Company, and that, solely in that capacity and on behalf of the Company, we are authorized to execute and deliver this certificate in connection with Section 11.06 of the Indenture and hereby further certify as follows:

1. The Company has entered into a transaction to sell the Capital Stock of JAX Roman, L.L.C., a Delaware limited liability company ("JAX"), and Williams Technologies, Inc., a South Carolina corporation ("Williams"), to a Person other than the Company or a Restricted Subsidiary of the Company.

2. The sale of the Capital Stock of JAX and Williams is otherwise permitted under the Indenture.

3. The Company will comply with its obligations under Section 4.06 of the Indenture.
IN WITNESS WHEREOF, we have hereunto signed our names this 14th day of August, 2004.

REMY INTERNATIONAL, INC.

Roderick English  
Senior Vice President, Human Resources  
and Communications

Allen R. Wilkie  
Vice President, Special Projects
# UCC Financing Statement

**Follow instructions printed and marked carefully.**

<table>
<thead>
<tr>
<th>Field</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>A. NAME &amp; PHONE OF CONTACT AT FILER (optional)</td>
<td>8007863069</td>
</tr>
<tr>
<td>B. EVIDENCE ACKNOWLEDGED TO: (Name and Address)</td>
<td>JCC Team 3 - McClafferty  &lt;br&gt;111 Eighth Avenue  &lt;br&gt;New York, NY 10011</td>
</tr>
<tr>
<td>C. CT Lien Ref #: 257557</td>
<td></td>
</tr>
<tr>
<td>D. CITY: SUMMERVILLE</td>
<td></td>
</tr>
<tr>
<td>E. STATE: SC</td>
<td></td>
</tr>
<tr>
<td>F. POSTAL CODE: 29484</td>
<td></td>
</tr>
<tr>
<td>G. COUNTRY: US</td>
<td></td>
</tr>
<tr>
<td>H. TYPE OF ORGANIZATION: LLC</td>
<td></td>
</tr>
<tr>
<td>I. ORGANIZATION NAME: DELAWARE</td>
<td></td>
</tr>
<tr>
<td>J. ADDITIONAL DEBTOR’S FULL LEGAL NAME: - Leave only one debtor name (to or 25), do not abbreviate or capitalize name</td>
<td></td>
</tr>
<tr>
<td>K. ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT</td>
<td></td>
</tr>
<tr>
<td>L. ADDITIONAL DEBTOR’S FULL LEGAL NAME: - Leave only one debtor name (to or 25), do not abbreviate or capitalize name</td>
<td></td>
</tr>
</tbody>
</table>

**The above space is for filing office use only.**

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**Email:** support@jcc-team.com  
**Phone:** 1-800-786-3069  
**Website:** www.jcc-team.com
UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (Type and back) CAREFULLY

1. NAME & PHONE OF CONTACT AT FILER (patient)

2. SEND ACKNOWLEDGMENT TO: [Name and Address]

UCC Team 3 - McClaren
111 Eighth Avenue
New York, NY 10013

CT Lien Ref #: 251557
Filed with: DE Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTER'S EXACT FULL LEGAL NAME - Limit only one debtor name (1a or 1b). Do not abbreviate or contain errors.

a. ORGANIZATION NAME: JAX REMAN, LLC

b. MAILING ADDRESS:
211 FARMINGTON RD.
SUMMERVILLE, SC 29484

16. TAX AGENCY IDENTIFICATION NUMBER (IN CASE OF CORPORATION, USE EIN) OR TYPE OF ORGANIZATION

2. ADDITIONAL DEBTER'S EXACT FULL LEGAL NAME - Limit only one debtor name (2a or 2b). Do not abbreviate or contain errors.

a. ORGANIZATION NAME:

b. MAILING ADDRESS:

17. TAX AGENCY IDENTIFICATION NUMBER (IN CASE OF CORPORATION, USE EIN) OR TYPE OF ORGANIZATION

3. SECURED PARTY'S NAME (or NAME OF TOTAL AMOUNT OF ADDITIONAL AGENT), LIMIT ONLY ONE SECURED PARTY NAME (3a or 3b).

a. ORGANIZATION NAME: DEUTSCHE BANK NATIONAL TRUST COMPANY, AS COLLATERAL AGENT

b. MAILING ADDRESS:
222 S. RIVERSIDE PLAZA, 24TH FLOOR
CHICAGO, IL 60606-3808

4. This financing statement covers the following collateral:

5. ALTERNATIVE DESIGNATION (If applicable)

6. FILING OFFICE COPY – NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/12/02)

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 07:13 PM 04/26/2006
INITIAL FILING NUM: 4116030 0
AMENDMENT NUMBER: 000000
SRV: 040302984
George F. Kubin
August 25, 2004
Page 2

cc: Craig Hart, Remy International, Inc.
Gil C. Tily, Dechert LLP
Thanks!

Kristin K. Going
Drinker Biddle & Reath LLP
1500 K. St., N.W.
Suite 1100
Washington, D.C. 20005-1209
Telephone: (202) 230-5177
Facsimile: (202) 842-8465
Email: kristin.going@dbr.com

-----Original Message-----
From: George Kubin [mailto:george.kubin@dbr.com]
Sent: Thursday, April 24, 2008 12:25 PM
To: Going, Kristin K.
Subject: Re: Remy Second_Lien_Release_Letter.DOC

Kristin: Attached is the signed letter. Original is on the way. Let me know if you need any further documents & thanks for your help on this!
Regards,
George
(See attached file: Remy Release Letter.pdf)

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"Going, Kristin K."
<Kristin.Going@dbr.com>
04/24/2008
10:57 AM

George
Rubin/NewYork/DBNA/DeuBa@DBAmericas

To

cc

Subject

Remy Second_Lien_Release_Letter.DOC

George:

Thank you for your email and the attachments, as they provided all the information I
Can you please have the attached letter placed on Deutsche Bank letterhead, execute it and send it to me? A fax or pdf copy of the original letter is fine for today, if you could just place the original in the mail to me.

Let me know if you have any questions.

Regards,

Kristin

Kristin K. Going
Drinker Biddle & Reath LLP
1500 K. St., N.W.
Suite 1100
Washington, D.C. 20005-1209
Telephone: (202) 230-5177
Facsimile: (202) 842-8465
Email: kristin.going@dbr.com

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Disclaimer Required by IRS Rules of Practice:

Any discussion of tax matters contained herein is not intended or written to be used, and cannot be used, for the purpose of avoiding any penalties that may be imposed under Federal tax laws.

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Thank you very much.

------------------------------------------------------------------------[attachment "CH01-#12525032-v2-Remy_-_Markup_of_Second_Lien_Release_Letter.DOC" deleted by George Kubin/NewYork/DBNA/Deubol]
From: Going, Kristin K.
Sent: Thursday, April 24, 2008 12:33 PM
To: 'Shives, Jeremiah'
Subject: Deutsche Bank Release

Attachments: Remy Release Letter.pdf; REMY ORG UCC FILINGS.pdf

JJ,

Attached is Deutsche Bank's release letter. Please call me if you have any questions.

Regards,

Kristin

Kristin K. Going
Drinker Biddle & Reath LLP
1500 K. St., N.W.
Suite 1100
Washington, D.C. 20005-1209
Telephone: (202) 230-5177
Facsimile: (202) 842-8465
Email: kristin.going@dbr.com