

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4201355

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS COLLATERAL AGENT	12/23/2016
RECEIVING PARTY DATA	
Name:	FRAM GROUP IP LLC
Street Address:	1900 W. FIELD COURT
City:	LAKE FOREST
State/Country:	ILLINOIS
Postal Code:	60045
PROPERTY NUMBERS Total: 217	
Property Type	Number
Patent Number:	5204630
Patent Number:	5456624
Patent Number:	5697334
Patent Number:	5918571
Patent Number:	5973443
Patent Number:	5980345
Patent Number:	6045424
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Patent Number:	6104130
Patent Number:	6320302
Patent Number:	6326719
Patent Number:	6406345
Patent Number:	6426586
Patent Number:	6438859
Patent Number:	6452314
Patent Number:	6533629
Patent Number:	6939021
Patent Number:	7131756
Patent Number:	7367821
Patent Number:	7635271

PATENT

Property Type	Number
Patent Number:	7670024
Patent Number:	7674013
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Application Number:	13175056
Application Number:	13181064
Application Number:	13178096
Application Number:	61490219
Application Number:	61500317
Application Number:	61499395
Application Number:	61492868

CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER: F167430 1L RELEASE

NAME OF SUBMITTER: ESTEFANIA LAUREANO

SIGNATURE: /Estefania Laureano/

DATE SIGNED: 12/27/2016

Total Attachments: 9

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RELEASE OF FIRST LIEN PATENT SECURITY INTEREST

RELEASE OF FIRST LIEN PATENT SECURITY INTEREST, dated as of December 23, 2016 (this “**Release**”), by CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent (the “**Collateral Agent**”). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the U.S. Collateral Agreement referred to below.

Reference is made to (i) the First Lien Credit Agreement dated as of July 29, 2011 (as amended, restated, supplemented or otherwise modified prior to the date hereof, the “**Credit Agreement**”), among FRAM Group Holdings Inc., a Delaware corporation, Prestone Holdings LLC, a Delaware limited liability company (formerly Prestone Holdings Inc., a Delaware corporation) (collectively, the “**U.S. Borrowers**”) and FRAM Group (Canada) Inc., an Ontario corporation (the “**Canadian Borrower**” and, together with the U.S. Borrowers, the “**Borrowers**”), Autoparts Holdings Limited, a New Zealand limited liability company (“**Holdings**”), the Subsidiary Guarantors party thereto, the Lenders from time to time party thereto and Credit Suisse AG, Cayman Islands Branch, as Administrative Agent and as Collateral Agent, (ii) the First Lien Collateral Agreement dated as of July 29, 2011 (as amended, restated, supplemented or otherwise modified from time to time, the “**U.S. Collateral Agreement**”), among Holdings, the Borrowers, the other Grantors from time to time party thereto and the Collateral Agent and (iii) the First Lien Patent Security Agreement dated as of July 29, 2011 (together with the U.S. Collateral Agreement, the “**Security Agreements**”), among FRAM Group IP LLC, a Delaware limited liability company (the “**U.S. Grantor**”), Prestone Products Corporation, a Delaware corporation, and the Collateral Agent.

WHEREAS, pursuant to the Security Agreements, the U.S. Grantor pledged to the Collateral Agent, its successors and assigns, for the ratable benefit of the Secured Parties, and granted to the Collateral Agent, its successors and assigns, for the ratable benefit of the Secured Parties, a security interest in, among other things, all right, title or interest in or to any and all of the following assets and properties now owned or at any time thereafter acquired by the U.S. Grantor or in which the U.S. Grantor has or at any time in the future may acquire any right, title or interest to: (i) all letters patent of the United States or the equivalent thereof in any other country, all registrations and recordings thereof, and all applications for letters patent of the United States or the equivalent thereof in any other country, including registrations, recordings and pending applications in the United States Patent and Trademark Office (or any successor office or any similar office in any other country), and (ii) all reissues, continuations, divisions, continuations-in-part, renewals or extensions thereof, and the inventions disclosed or claimed therein, including the right to make, use and/or sell the inventions disclosed or claimed therein, in each case, including those set forth on Schedule I hereto (the “**Patents**”), which security interests were recorded with the United States Patent and Trademark Office on August 11, 2011 at Reel/Frame 026732/0670.

WHEREAS, in connection with the first lien payoff letter dated as of the date hereof, among the Borrowers and the Collateral Agent, the Borrowers desire that the

Collateral Agent terminate and release its lien on and security interest in and to all right, title and interest in, to and under all of the Patents.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent does hereby terminate, release, cancel, relinquish and discharge fully, without representation, warranty or recourse of any kind, its lien on and any and all security interests in and to all right, title and interest, in to and under all of the Patents, including the Patents listed on Schedule I hereto, and reassigns and transfers, without representation, warranty or recourse of any kind, all right, title and interest it has in the Patents to the applicable U.S. Grantor. The Collateral Agent hereby authorizes the U.S. Grantor, or the U.S. Grantor's authorized representative, to record this Release with the United States Patent and Trademark Office. The Collateral Agent hereby authorizes and requests that the Commissioner for Patents in the USPTO, and any other necessary United States government officer, record this Release of First Lien Patent Security Interest; it being understood that such recordation shall be at the Grantors' sole expense.

This Release of First Lien Patent Security Interest may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

THIS RELEASE SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK.

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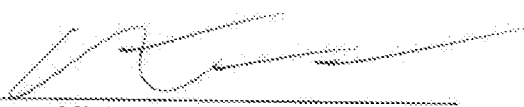
IN WITNESS WHEREOF, the Collateral Agent has duly executed this Release as of the day and year first above written.

CREDIT SUISSE AG, CAYMAN
ISLANDS BRANCH, as Collateral Agent,

by 

Name: Robert Hetu

Title: Authorized Signatory

by 

Name: Nicholas Goss

Title: Authorized Signatory

[SIGNATURE PAGE TO FIRST LIEN PATENT RELEASE]

[[3630647]]

PATENT
REEL: 041189 FRAME: 0791

Schedule I

Patents and Patent Applications

Patents Owned by FRAM Group IP LLC

U.S. Patents

<u>Patent No.</u>	<u>Issue Date</u>
5204630	4/20/1993
5456624	10/10/1995
5697334	12/16/1997
5918571	7/6/1999
5973443	10/26/1999
5980345	11/9/1999
6045424	4/4/2000
6071163	6/6/2000
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7131756	11/7/2006
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7635271	12/22/2009
7670024	3/2/2010
7674013	3/9/2010
7719172	5/18/2010
7799219	9/21/2010
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D528676	9/19/2006
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D598148	8/11/2009
D598149	8/11/2009
5112369	5/12/1992
5250251	10/5/1993
5250251	10/5/1993
5256280	10/26/1993
5286767	2/15/1994
5286767	2/15/1994

<u>Patent No.</u>	<u>Issue Date</u>
5300223	4/5/1994
5328612	7/12/1994
5397520	3/14/1995
5397520	3/14/1995
5425930	6/20/1995
5425930	6/20/1995
5435346	7/25/1995
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5665231	9/9/1997
5679244	10/21/1997
5698059	12/16/1997
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5713971	2/3/1998
5725031	3/10/1998
5744236	4/28/1998
5746957	5/5/1998
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5759394	6/2/1998
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5902384	5/11/1999
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5951744	9/14/1999
6004381	12/21/1999
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6080310	6/27/2000
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6146560	11/14/2000
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6264833	7/24/2001
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6296821	10/2/2001
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7182802	2/27/2007
7182863	2/27/2007
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U.S. Patent Applications

<u>Patent Application No.</u>	<u>Application Date</u>
12/650821	12/31/2009
12/234834	9/22/2008
12/760899	4/15/2010
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<u>Patent Application No.</u>	<u>Application Date</u>
12/361028	1/28/2009
12/360492	1/27/2009
12/546917	8/25/2009
12/692732	1/25/2010
12/969390	12/15/2010
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12/508272	7/23/2009
12/650047	12/30/2009
12/640474	12/17/2009
12/638239	12/15/2009
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