

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5604375

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	SECOND LIEN PATENT SECURITY AGREEMENT SUPPLEMENT	
SEQUENCE:	2	
CONVEYING PARTY DATA		
	Name	Execution Date
	N-FAB, INC.	06/07/2019
RECEIVING PARTY DATA		
Name:	JEFFERIES FINANCE LLC, ADMINISTRATIVE AGENT	
Street Address:	520 MADISON AVENUE	
City:	NEW YORK	
State/Country:	NEW YORK	
Postal Code:	10022	
PROPERTY NUMBERS Total: 5		
	Property Type	Number
	Patent Number:	D843908
	Patent Number:	D841558
	Application Number:	29665142
	Application Number:	29665132
	Application Number:	62751345
CORRESPONDENCE DATA		
Fax Number:	(212)751-4864	
<i>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.</i>		
Phone:	212-906-1216	
Email:	angela.amaru@lw.com	
Correspondent Name:	LATHAM & WATKINS LLP C/O ANGELA M. AMARU	
Address Line 1:	885 THIRD AVENUE	
Address Line 4:	NEW YORK, NEW YORK 10022	
ATTORNEY DOCKET NUMBER:	038507-0771	
NAME OF SUBMITTER:	ANGELA M. AMARU	
SIGNATURE:	/s/ Angela M. Amaru	
DATE SIGNED:	07/03/2019	
Total Attachments: 8		

source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page1.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page2.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page3.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page4.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page5.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page6.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page7.tif
source=Truck Hero (CCMP) - Second Lien Patent Security Agreement Supplement#page8.tif

SECOND LIEN PATENT SECURITY AGREEMENT SUPPLEMENT

This SECOND LIEN PATENT SECURITY AGREEMENT SUPPLEMENT is entered into as of June 7, 2019 (this "Patent Security Agreement Supplement"), among EXTANG CORPORATION, a Michigan corporation, TRUXEDO, INC., a Delaware corporation, BEDRUG, INC., a Delaware corporation, UNDERCOVER, INC., a Delaware corporation, RETRAX HOLDINGS, LLC, a Delaware limited liability company, LAURMARK ENTERPRISES, INC., a Texas corporation, A.R.E. ACCESSORIES, LLC, a Delaware limited liability company, N-FAB, INC., a Texas corporation, RUGGED LINER, INC., a Michigan corporation, HUSKY LINERS, INC., a Delaware corporation and OMIX-ADA, INC., a Georgia corporation, (each, a "Grantor") and JEFFERIES FINANCE LLC, ("Jefferies") as administrative agent and collateral agent (in such capacities, the "Administrative Agent") for the Secured Parties (as defined in the Second Lien Credit Agreement).

Reference is made to that certain Second Lien Credit Agreement, dated as of April 21, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Second Lien Credit Agreement"), by and among Truck Hero, Inc., a Delaware corporation (as survivor of the Merger (as defined in the Second Lien Credit Agreement) with Truck Merger Sub Inc.) (the "Borrower"), Truck Acquisition Inc., a Delaware corporation ("Holdings"), the Lenders from time to time party thereto including, the Administrative Agent.

Reference is also made to that certain Second Lien Pledge and Security Agreement, dated as of April 21, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), by and among the Borrower, Holdings, the other grantors thereto, the Lenders (as defined in the Second Lien Credit Agreement) from time to time party thereto and the Administrative Agent.

The Lenders (as defined in the Second Lien Credit Agreement) have extended credit to the Borrower subject to the terms and conditions set forth in the Second Lien Credit Agreement. Under the terms of the Security Agreement, the Grantors have granted to the Administrative Agent for the benefit of the Secured Parties as security interest in the Additional Patent Collateral (as defined below) and have agreed, consistent with the requirements of Section 4.03(c) of the Security Agreement, to execute this Patent Security Agreement Supplement. Now, therefore, the parties hereto agree as follows:

SECTION 1. *Terms.* Capitalized terms used in this Patent Security Agreement Supplement and not otherwise defined herein have the meanings specified in the Security Agreement.

SECTION 2. *Grant of Security Interest.* As security for the prompt and complete payment or performance, as the case may be, in full of the Secured Obligations, each Grantor, pursuant to the Security Agreement, did and hereby does pledge, collaterally assign, mortgage, transfer and grant to the Administrative Agent, its successors and permitted assigns, on behalf of and for the benefit of the Secured Parties, a continuing security interest in all of its right, title and interest in, to and under all of the following assets, whether now owned by or owing to, or hereafter acquired by or arising in favor of such Grantor, and regardless of where located (collectively, the "Additional Patent Collateral"):

(a) any and all patents and patent applications (including the patents and patent applications listed on Schedule I hereto); (b) all inventions described and claimed therein; (c) all reissues, divisions, continuations, renewals, extensions and continuations in part thereof; (d) all income, royalties, damages, claims, and payments now or hereafter due or payable under and with respect thereto, including, without limitation, damages and payments for past, present and future infringements thereof; (e) all rights

to sue for past, present, and future infringements thereof; and (f) all rights corresponding to any of the foregoing, in each case, excluding any Excluded Assets.

SECTION 3. *Security Agreement.* The security interests granted to the Administrative Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Administrative Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the Additional Patent Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Patent Security Agreement Supplement and the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 4. *Governing Law.* This Agreement shall be governed by, and construed in accordance with, the laws of the State of New York.

SECTION 5. *Counterparts.* This Patent Security Agreement Supplement may be executed in one or more counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Patent Security Agreement Supplement as of the day and year first above written.

EXTANG CORPORATION
TRUXEDO, INC.
BEDRUG, INC.
UNDERCOVER, INC.
RETRAX HOLDINGS, LLC
LAURMARK ENTERPRISES, INC.
A.R.E. ACCESSORIES, LLC
N-FAB, INC.
RUGGED LINER, INC.
HUSKY LINERS, INC.
OMIX-ADA, INC.

By: _____

Name: William Reminder

Title: Chief Executive Officer

JEFFERIES FINANCE LLC
as Administrative Agent

By: Paul Chisholm
Name: Paul Chisholm
Title: Managing Director

[Signature Page to Second Lien Patent Security Agreement Supplement]

PATENT
REEL: 049678 FRAME: 0383

SCHEDULE I**PATENTS**

Registered Owner	Patent Title	Application Number	Patent Number
Extang Corporation	Tonneau cover with ball and socket rear rail latch	08/762,294	6,024,401
Extang Corporation	Spring clip for retaining snap fasteners on a tonneau cover rail	08/675,685	5,772,273
Extang Corporation	Tonneau cover with magnetic attachment	08/708,316	5,758,922
Extang Corporation	Clamp for attaching a rail to a pick-up box	08/654,681	5,655,808
Extang Corporation	Tonneau cover assembly and clamp with grasping tether	15/205,957	9,862,257
Extang Corporation	Tonneau cover having flexible hinge with cut-resistant barrier	15/423,846	9,895,964
Extang Corporation	Tonneau cover system and cam actuation clamp	62/323,017	Pending
Extang Corporation	Tonneau cover system and ratchet clamp	62/323,052	Pending
Extang Corporation	Tonneau cover system and multi-link and/or over-center clamp	62/323,134	Pending
Extang Corporation	Tonneau cover	15/429,594	10,023,034
Extang Corporation	Tonneau cover system with integral side rail clamp	15/336,092	10,023,035
Extang Corporation	Tonneau cover system and ratchet clamp	15/423,002	10,059,182
Extang Corporation	Pivoting tonneau cover system for truck	15/407,956	10,112,466
Extang Corporation	Tonneau cover system and ratchet clamp	15/470,372	10,144,276
Extang Corporation	Tonneau cover system and multi-link and/or over-center clamp	15/406,004	10,166,849
TruXedo, Inc.	Tonneau cover system for a cargo box with side rail end plugs with external mounting extensions	14/948,615	9,694,657
TruXedo, Inc.	Tonneau cover system for a cargo box with side rail end plugs with external mounting extensions	15/618,773	9,849,765
TruXedo, Inc.	Tonneau cover system with single piece spanning multiple panels	15/290,077	9,895,963
TruXedo, Inc.	Tonneau cover system with side rail mounted latches and a rear header mounted release actuator	15/270,705	9,969,249
BedRug, Inc.	Removable bed liner, for covering a cargo area of a vehicle pickup truck	08/637,428	5,806,909
UnderCover, Inc.	Foldable Tonneau Cover with an Extruded Forward Section	15/194,790	9,815,358
Retrax Holdings, LLC	Self-storing folding tonneau cover	15/007,549	9,738,143
Retrax Holdings, LLC	Roll-up tonneau cover system with grooved side rails	15/341,495	10,112,464
Retrax Holdings, LLC jointly owned with Extang Corporation	Folding, storing tonneau cover	15/054,795	9,597,995

Registered Owner	Patent Title	Application Number	Patent Number
Laurmark Enterprises, Inc.	Tonneau panel locking feature	14/844,040	Published
Laurmark Enterprises, Inc.	Tonneau cover system with Cam Locking Prop-Rod	15/096,764	9,815,357
A.R.E. Accessories, LLC	Truck cap with rear lift gate for a truck	15/471,276	10,252,603
N-Fab, Inc.	Truck running board	D/624,102	D843,908
N-Fab, Inc.	Truck bed styling assembly	D/624,115	D841,558
Rugged Liner, Inc.	Tonneau cover system for a cargo bed of a vehicle	15/536,187	10,189,339
Rugged Liner, Inc.	Adjustable tensioning mechanism for a soft roll up tonneau cover	15/405,107	9,908,391
Rugged Liner, Inc.	Tonneau cover system having a latch	14/905,834	9,827,839
Husky Liners, Inc.	Floor mat	D/622,086	D845,852
Husky Liners, Inc.	Mud guard	15/621,428	10,252,753
Husky Liners, Inc.	Mud flap	D/570,566	D818,914
Husky Liners, Inc.	Mud flap	D/570,973	D808,314
OMIX-ADA, INC.	Modular light and accessory bar for vehicles	16/041,221	10,266,105
OMIX-ADA, INC.	Tow hook	D/617,521	D832,156
OMIX-ADA, INC.	Auxiliary brake light for a vehicle	D/599,436	D831,864
OMIX-ADA, INC.	Rope shackle attachment thimble	D/634,406	D831,470
OMIX-ADA, INC.	Modular light and accessory bar for vehicles	15/453,753	10,071,673
OMIX-ADA, INC.	Rear bumper for a vehicle	D/544,303	D803,734

PATENT APPLICATIONS

Registered Owner	Patent Title	Application Number	Application Date
Extang Corporation jointly owned with Truxedo, Inc.	Tonneau cover system with intermediate automatic latching	15/642,593	July 6, 2017
Extang Corporation	Tonneau cover system with integral side rail clamp	15/654,570	July 19, 2017
Extang Corporation	Tonneau cover system with automatic stowing latch	15683194	August 22, 2017
TruXedo, Inc.	Tonneau cover with slam latch and automatic secondary slam latch	15/487,126	April 13, 2017
TruXedo, Inc.	Hard rollup tonneau cover with flexible hold down	15/623,164	June 14, 2017
TruXedo, Inc.	Tonneau rail system with automatic rail cover securement	15/790,225	October 23, 2017
TruXedo, Inc.	Truck cargo box tonneau cover system including a side-locking lock bar locking multiple slats	16/213058	December 7, 2018

Registered Owner	Patent Title	Application Number	Application Date
TruXedo, Inc.	Truck cargo box tonneau cover system including a side-locking lock bar locking multiple slats	16/213100	December 7, 2018
Undercover, Inc.	Mounting system with pivot locking features	16/172452	October 26, 2018
A.R.E. ACCESSORIES, LLC	Dual action truck bed cover	15795015	Oct 26, 2017
A.R.E. ACCESSORIES, LLC	Truck cap spoiler	29/668009	October 26, 2018
Rugged Liner, Inc.	Tonneau cover system for a cargo bed of a vehicle	15/536157	April 25, 2017
Rugged Liner, Inc.	Adjustable tensioning mechanism for a soft roll up tonneau cover	14/854,880	September 15, 2015
Husky Liners, Inc.	Floor liner with carpet hook receptacle	15/277097	September 27, 2016
N-Fab, Inc.	Step system	29/665142	October 1,2018
N-Fab, Inc.	Step assembly	29/665143	October 1,2018
N-Fab, Inc.	Receiver adapter	62/751345	October 26,2018
Omix-Ada, Inc.	Rope Shackle Attachment Thimble	15/798000	October 30, 2017
Omix-Ada, Inc.	MODULAR LIGHT AND ACCESSORY BAR FOR VEHICLES	16/041221	July 20, 2018
Omix-Ada, Inc.	Auxiliary Spare Tire Brake Light	15/457511	March 13, 2017
Omix-Ada, Inc.	Modular Light and Accessory Bar for Vehicles	15/453753	March 8, 2017
Omix-Ada, Inc.	Force-Diverting Tail Light Guard	15/408162	January 17, 2017
Omix-Ada, Inc.	Selectively Orientable Headlight Guard	15/403902	January 11, 2017

Registered Owner	Patent Title	Application Number	Application Date
Omix-Ada, Inc.	Headlight Guard	29/667266	October 19, 2018
Omix-Ada, Inc.	Tail Light Guard	29/667401	October 22, 2018
Omix-Ada, Inc.	JL Front Bumper	29/667267	October 19, 2018
Omix-Ada, Inc.	Low Mount Snorkel	29/667549	October 23, 2018
Omix-Ada, Inc.	Dash Mount	29/667434	October 22, 2018
Omix-Ada, Inc.	Front Bumper	29/667659	October 23, 2018
Omix-Ada, Inc.	Rear Bumper	29/668048	October 26, 2018
Omix-Ada, Inc.	Snorkel System	16/171428	October 26, 2018
Omix-Ada, Inc.	High Mount Snorkel	29/667886	October 25, 2018
Omix-Ada, Inc.	Intake Ram	29/667519	October 23, 2018
Omix-Ada, Inc.	Support Bracket	29/668002	October 26, 2018
Omix-Ada, Inc.	Support Bracket	29/674054	December 19, 2018
Rugged Liner, Inc.	Cargo Box Storage Caddy with Remove Containers	16/161457	October 16, 2018