

MRD 8-24-98

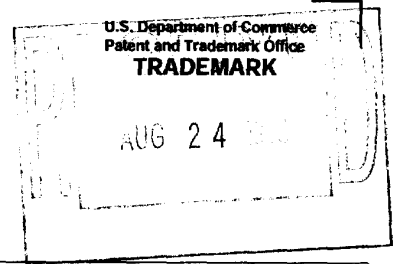
FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

09-01-1998



100804853

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Coltec Industries Inc.

05121998

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Pennsylvania

Receiving Party

Mark if additional names of receiving parties attached

Name Holley Performance Products Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1801 Russellville Road

Address (line 2) _____

Address (line 3) Bowling Green KY/USA 42102

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

08/31/1998 INBUYEN 00000041 75349741

01 FC:461 40.00 GP
02 FC:462 600.00 GP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 1775 FRAME: 0395

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text" value="75349741"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75345914"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="0845374"/>	<input type="text" value="1118641"/>	<input type="text" value="1021903"/>
<input type="text" value="1504797"/>	<input type="text" value="0188941"/>	<input type="text" value="1062188"/>
<input type="text" value="1133503"/>	<input type="text" value="1020361"/>	<input type="text" value="1120891"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:


Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Stephen P. Demm



8-21-98

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1844076 0700479

2023526 1778849

1713058 1553662

1754899 1159708

1270570 1066680

1016317 1557635

1353694 1730640

**TRADEMARK ASSIGNMENT
BY AND BETWEEN COLTEC INDUSTRIES INC
AND HOLLEY PERFORMANCE PRODUCTS INC**

WHEREAS, Coltec Industries Inc, hereinafter "Assignor", a corporation organized and existing under the laws of the State of Pennsylvania, having a principal place of business at 3 Coliseum Centre, 2550 West Tyvola Road, Charlotte, North Carolina 28217, is using or has used and is the record owner of certain trademark registrations and trademark applications listed in Schedule A (collectively referred to as the "Marks"); and

WHEREAS, Holley Performance Products, Inc. hereinafter "Assignee", a corporation organized and existing under the laws of the State of Delaware, having a place of business at 1801 Russellville Road, Bowling Green, Kentucky 42102, desires to acquire the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks, and all registrations and pending applications therefor, in all countries throughout the world (collectively, "All Marks"), together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.


Assignor agrees to execute further papers and to do such other acts as may be necessary and proper to vest full title in and to All Marks in the Assignee or which may

be necessary to obtain, renew, issue or enforce All Marks. This Trademark Assignment may be executed in several counterparts, each of which shall be deemed to be an original, but all of which together will constitute one and the same instrument.


IN WITNESS WHEREOF, Coltec Industries Inc has caused this Trademark Assignment to be executed and delivered as of this 12th day of May, 1998.

IN WITNESS WHEREOF, Holley Performance Products Inc accepts this Trademark Assignment executed and delivered as of this 12th day of May, 1998.

COLTEC INDUSTRIES INC

By: 
Name: R STUBBINS
Title: Exec VP

HOLLEY PERFORMANCE PRODUCTS INC.

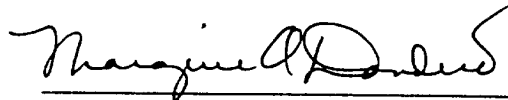
By: 
Name: R STUBBINS
Title: Exec VP

State of NORTH CAROLINA)
)
County of MECKLENBURG)

ss.:

On this 12th day of May, 1998, before me personally came Robert J. Tubbs, to me known, who being by me duly sworn, did depose and say that he/she is Executive Vice President of Coltec Industries Inc, the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the Board of Directors.

[Notarial Seal]



Notary Public

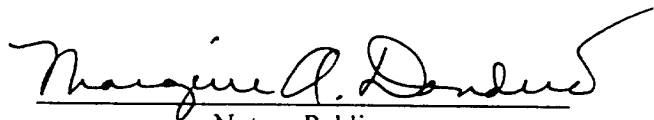
**MY COMMISSION
EXPIRES 3-3-2002**

State of NORTH CAROLINA)
)
County of MECKLENBURG)

ss.:

On this 12th day of May, 1998, before me personally came Robert J. Tubbs, to me known, who being by me duly sworn, did depose and say that he/she is President of Holley Performance Products Inc., the corporation described in and which executed the foregoing instrument; and that he/she signed his/her name thereto by order of the Board of Directors.

[Notarial Seal]



Notary Public

**MY COMMISSION
EXPIRES 3-3-2002**

SCHEDULE A

<u>STATE</u>	<u>MARK</u>	<u>REG. NO.</u>	
Michigan	HOLLEY	M41-015	
<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>ISSUED/RENEWED</u>
United States	CENTRI-VAC	845,374	03/05/68
	CONTENDER	1,504,797	09/20/88
	DOMINATOR	1,133,503	04/22/80
	ECONOMASTER	1,118,641	05/22/79
	HOLLEY	188,941	09/09/24
	HOLLEY	1,020,361	09/16/75
	HOLLEY	1,021,903	10/07/75
	HOLLEY	1,062,188	03/29/77
	HOLLEY	1,120,891	06/26/79
	HOLLEY	1,844,076	07/12/94
	HOLLEY	2,023,526	12/17/96
	IQ-500	1,713,058	09/08/92
	IQ-750	1,754,899	03/02/93
	M.E.P. & Design	1,270,570	03/20/84
	M/T & Design	1,016,317	07/22/75
	MASTERFIT & Design	1,353,694	08/13/85
	PEP	700,479	07/05/60
	PRO-JECTION	1,778,849	06/29/93
	PRO DOMINATOR	1,553,662	08/29/89
	RENEW KIT	1,159,708	06/07/81
	STREET DOMINATOR	1,066,680	05/31/77

<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>ISSUED/RENEWED</u>
United States	TRICK KIT	1,557,635	09/26/89
	VOLUMAX	1,730,640	11/10/92
Argentina	HOLLEY	1,394,128	04/30/92
	HOLLEY	1,637,082	07/02/97
Benelux	HOLLEY	69,194	10/18/94
Brazil	HOLLEY	816872244	03/22/94
Canada	CENTRI-VAC	TMA-367,195	02/23/90
	CONTENDER	TMA-369,749	06/22/90
	DOMINATOR	TMA-426,805	05/06/94
	ECONOMASTER	TMA-365,059	02/02/90
	HOLLEY	TMA-111,654	09/26/58
	HOLLEY	TMA-365,563	02/16/91
	M/T & Design	TMA-365,966	06/22/91
	MILE DIAL	TMA-365,058	02/02/90
	PRO DOMINATOR	TMA-390,066	11/15/91
	RENEW KIT	TMA-378,745	01/25/91
	STREET DOMINATOR	TMA-389,837	11/08/91
	STRIP DOMINATOR	TMA-390-067	11/15/91
	TRICK KIT	TMA-380,273	02/22/91
	Colombia	HOLLEY	103,058
HOLLEY		155,583	04/20/94
HOLLEY		156,697	04/20/94
Germany	HOLLEY	770,706	02/19/63

<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>ISSUED/RENEWED</u>
Italy	HOLLEY	439,588	08/05/86
Japan	HOLLEY	703,770	04/08/96
Mexico	HOLLEY	255,634	05/28/90
S. Africa	HOLLEY	B65/1511	04/14/95
	HOLLEY	B65/1512	04/14/95
Spain	HOLLEY	452,014	07/17/64
Venezuela	HOLLEY	54,019	02/28/98

<u>COUNTRY</u>	<u>MARK</u>	<u>SERIAL. NO.</u>	<u>APP. DATE</u>
United States	DOMINATOR	75/349,741	09/02/97
	STRIP DOMINATOR	75/345,914	09/02/97
Japan	HOLLEY	20976-1996	02/29/96

S4129151.DOC 05/11/98