



Tab settings

To the Honorable Commissioner of

100927638

Attached original documents or copy thereof.

1. Name of conveying party(ies):

FP Performance Products L.P. 7450 N. McCormick Boulevard Skokie, IL 60076

- Individual(s), Association, General Partnership, Limited Partnership of Delaware, Corporation-State, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance: 12-17-98

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 5/31/98 - Eff. 6/1/98

2. Name and address of receiving party(ies)

Name: Federal-Mogul World Wide, Inc.

Internal Address:

Street Address: 26555 Northwestern Highway

City: Southfield State: MI ZIP: 48034

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Michigan corporation, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

USSN 453,482

B. Trademark Registration No.(s)

1663373 1743896 1656185 1671680 1775830 1888373 1672080 1550895 1662401 1676700 1672081

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Jon E. Shackelford, Esq.

Internal Address:

Street Address: 26555 Northwestern Highway

City: Southfield State: MI ZIP: 48034

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFFI 3.41).....\$ 300.00

Enclosed

300E

Authorized to be charged to deposit account

8. Deposit account number:

06-0420

1663373

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Jon E. Shackelford Name of Person Signing

Signature

December 10, 1998

Total number of pages including cover sheet, attachments, and document: 2

**ASSIGNMENT
UNITED STATES TRADEMARKS**

WHEREAS, **FP Performance Products L.P.**, a Delaware Limited Partnership, having its principal office at 7450 N. McCormick Boulevard, Skokie, Illinois 60076 (hereinafter "**FPP**"), has adopted, used, and is using the following trademarks as respectively registered in the United States Patent and Trademark Office under the registrations and applications for registration listed as follows.

<u>Trademark</u>	<u>U.S.Reg.</u>	<u>Expires</u>
BREAKAWAY	1663373	November 5, 2001
C-COM	SN453482	App Filed 3/17/98
ROLLSTOP	1775830	June 8, 1999
ROLLSTOP!	1662401	October 29, 2001
SATURDAY NIGHT SPECIAL	1743896	December 29, 1998
SIZZLER	1888373	April 11, 2001
STREETFIGHTER	1676700	February 25, 2002
TCI	1656185	September 10, 2001
TCI	1672080	January 14, 2002
TCI	1672081	January 14, 2002
TCI DESIGN	1671680	January 14, 2002
TRANS-SCAT	1550895	August 8, 2009

WHEREAS, **Federal-Mogul World Wide, Inc.**, a Michigan corporation, having its principal office at 26555 Northwestern Highway, Southfield, Michigan 48034 (hereinafter "**FMWWI**"), is desirous of acquiring said trademarks, trademark registrations and applications for registration, along with the goodwill of the business associated therewith;

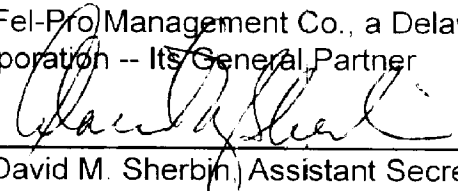
NOW, THEREFORE, effective June 1, 1998, in consideration of and in exchange for the sum of One U.S. Dollar (\$1.00) in-hand paid to it by **FMWWI**, and other good and valuable consideration, receipt of which is hereby acknowledged, **FPP** does hereby sell, assign, transfer and set over to **FMWWI** all rights, title, and interest in and to the trademarks, trademark registrations and applications for registration, together with the goodwill of the business symbolized by the trademarks, trademark registrations and applications for registration.

FPP hereby covenants that it has full right to convey the entire interests herein conveyed and that it will execute such further documents as may be necessary to perfect the interests herein conveyed.

FP PERFORMANCE PRODUCTS L.P.


A Delaware Limited Partnership

By Fel-Pro Management Co., a Delaware Corporation -- Its General Partner

By 
David M. Sherbin, Assistant Secretary

Dated: May 31, 1998

Subscribed and sworn to before me
this 31st day of May, 1998.


Notary Public
JACQUELINE MARASCO
Notary Public, Macomb County, MI
My Commission Expires Nov. 9, 2001

RECORDED: 12/17/1998

**TRADEMARK
REEL: 1829 FRAME: 0892**