

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF SECURITY AGREEMENT		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
THE CIT GROUP/BUSINESS CREDIT, INC.		07/16/2007	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	THE CIT GROUP/COMMERCIAL SERVICES, INC.		
<b>Street Address:</b>	300 S. GRAND AVE.		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90071		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2708662	CALIBEREXPRESS	
Registration Number:	2270592	CALIBER COLLISION CENTERS	
Registration Number:	1770871	CALIBER COLLISION CENTERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)799-5144		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	2027994000		
<b>Email:</b>	dctrademarks@dlapiper.com		
<b>Correspondent Name:</b>	Thomas E. Zutic		
<b>Address Line 1:</b>	500 Eighth Street, NW		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20004		
<b>ATTORNEY DOCKET NUMBER:</b>	361175-20		
<b>NAME OF SUBMITTER:</b>	Thomas E. Zutic		

OP \$90.00 2708662

Signature:

/Thomas E. Zutic/

Date:

10/23/2008

Total Attachments: 4

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# Delaware

PAGE 1

The First State

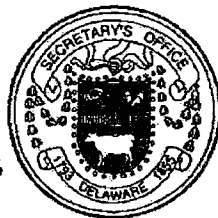
## CERTIFICATE

SEARCHED JUNE 25, 2008, AT 3:14 P.M.  
FOR DEBTOR "CALIBER HOLDINGS CORPORATION"

1 OF 3 FINANCING STATEMENT 31561904  
EXPIRATION DATE: JUNE 19, 2013  
DEBTOR: CALIBER HOLDINGS CORPORATION  
17771 COWAN AVENUE ADDED 06-19-03  
STE. 100  
IRVINE CA 92614  
SECURED: THE CIT GROUP/BUSINESS CREDIT, INC. ADDED 06-19-03  
300 SOUTH GRAND AVE.  
SUITE 300  
LOS ANGELES CA 90071 REMOVED 07-16-07  
SECURED: THE CIT GROUP/COMMERCIAL SERVICES, INC. ADDED 07-16-07  
300 SOUTH GRAND AVENUE  
LOS ANGELES CA 90071  
F I L I N G H I S T O R Y  
31561904 FILED 06-19-03 AT 5:14 P.M. FINANCING STATEMENT  
72679545 FILED 07-16-07 AT 7:46 P.M. ASSIGNMENT  
80468122 FILED 02-07-08 AT 3:14 P.M. CONTINUATION

2 OF 3 FINANCING STATEMENT 50354564  
EXPIRATION DATE: FEBRUARY 1, 2010  
DEBTOR: CALIBER HOLDINGS CORPORATION  
17771 COWAN AVENUE, ADDED 02-01-05  
SUITE 100  
IRVINE CA 92614  
SECURED: BNY CAPITAL PARTNERS, L.P. ADDED 02-01-05  
ONE WALL STREET, 18TH FLOOR  
NEW YORK NY 10268  
SECURED: THE 1818 MEZZANINE FUND, L.P. ADDED 02-01-05  
140 BROADWAY  
NEW YORK NY 10005  
F I L I N G H I S T O R Y  
50354564 FILED 02-01-05 AT 7:06 P.M. FINANCING STATEMENT

3 OF 3 FINANCING STATEMENT 50354614  
EXPIRATION DATE: FEBRUARY 1, 2010



20082180345UCXL

080729380

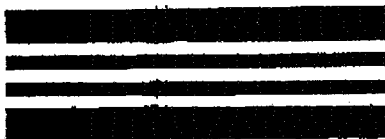
*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6687475

DATE: 06-25-08

TRADEMARK  
REEL: 003877 FRAME: 0440



DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 05:14 PM 06/19/2003  
 INITIAL FILING NUM: 3156190 4  
 AMENDMENT NUMBER: 000000  
 SRV: 030407080

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

[ ]

[ ]

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**

1a. ORGANIZATION'S NAME <b>Caliber Holdings Corporation</b>				
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS <b>17771 Cowan Avenue, Ste. 100</b>		CITY <b>Irvine</b>	STATE <b>CA</b>	POSTAL CODE <b>92614</b>
1d. TAX ID.# SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>corporation</b>	1f. JURISDICTION OF ORGANIZATION <b>Delaware</b>	1g. ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> NONE

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

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. TAX ID.# SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> NONE

**3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) insert only one secured party (3a or 3b)**

3a. ORGANIZATION'S NAME <b>The CIT Group/Business Credit, Inc.</b>				
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS <b>300 South Grand Ave., Suite 300</b>		CITY <b>Los Angeles</b>	STATE <b>CA</b>	POSTAL CODE <b>90071</b>

4. This FINANCING STATEMENT covers the following collateral:

All now existing and future trademarks, including, without limitation, those registered in the United States Patent and Trademark Office, all goodwill of the business in connection therewith, and any and all proceeds, royalties and other fees which are or may become due therefrom or for the use thereof.

5. ALTERNATIVE DESIGNATION (if applicable):  LESSEE/LESSOR  CONSIGNEE/CONSIGNOR  BAILEE/BALDR  SELLER/BUYER  AG. LIEN  NON-UCC FILING

6.  This FINANCING STATEMENT is to be filed for record in the REAL ESTATE RECORDS. Attach Addendum [if applicable]

7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [OPTIONAL]  All Debtors  Debtor 1  Debtor 2

FILING OFFICE COPY -- NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 07:46 PM 07/16/2007  
 INITIAL FILING # 3156190 4  
 AMENDMENT # 2007 2679545  
 SRV: 070819336

A. NAME & PHONE OF CONTACT AT FILER [optional] 3027341450

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B. SEND ACKNOWLEDGMENT TO: (Name and Address)

NATIONAL CORPORATE RESEARCH, LTD.  
 615 SOUTH DUPONT HWY  
  
 DOVER DE 19901

1a. INITIAL FINANCING STATEMENT FILE # 1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

3156190 4

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
 THE CIT GROUP/BUSINESS CREDIT, INC.

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME  
 THE CIT GROUP/COMMERCIAL SERVICES, INC.

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
300 SOUTH GRAND AVENUE	LOS ANGELES	CA	90071	US

7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

**full assignment**

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT  
 The CIT Group/Business Credit, Inc.

10. OPTIONAL FILER REFERENCE DATA  
 Filed with: DE - CALIBER HOLDINGS CORPORATION

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
U.C.C. FILING SECTION  
FILED 03:14 PM 02/07/2008  
INITIAL FILING # 3156190 4  
AMENDMENT # 2008 0468122  
SRV: 080131222

A. NAME & PHONE OF CONTACT AT FILER [optional]	3027341450
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	
NATIONAL CORPORATE RESEARCH, LTD.	
615 SOUTH DUPONT HWY	
DOVER DE 19901	

1a. INITIAL FINANCING STATEMENT FILE # 3156190 4	1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. <input type="checkbox"/>
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2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.  
 CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME				
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME					
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
7c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

7d. TYPE OF ORGANIZATION	7e. JURISDICTION OF ORGANIZATION
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8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT  
The CTF Group/Commercial Services, Inc.

10. OPTIONAL FILER REFERENCE DATA  
Filed with: DE - CALIBER HOLDINGS CORPORATION