

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon Trust Company, N.A.	FORMERLY The Bank of New York Trust Company, N.A.	09/28/2010	CORPORATION:

RECEIVING PARTY DATA

Name:	TB Wood's Enterprises, Inc.
Street Address:	1011 Centre Road
Internal Address:	Suite 322
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19805
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	0646423	SURE-GRIP
Registration Number:	0645415	SURE GRIP
Registration Number:	0676279	ROTO CONE
Registration Number:	0668649	SURE-FLEX
Registration Number:	0859263	ROTO-CAM
Registration Number:	0859264	DISC-O-TORQUE
Registration Number:	1001969	ULTRA-V
Registration Number:	1001970	ULTRA-V
Registration Number:	1070167	U-TROL
Registration Number:	1109150	SURE-GRIP
Registration Number:	1116828	DURA-FLEX
Registration Number:	1164393	BRAKETRON
Registration Number:	1361466	FIRST IN COUPLINGS

CH \$615.00 0646423

Registration Number:	1409209	DECK
Registration Number:	2059245	W TB WOOD'S
Registration Number:	2191918	POOLE
Registration Number:	2152362	FORM-FLEX
Registration Number:	2152364	TRUETUBE
Registration Number:	2152365	VAR-A-CONE
Registration Number:	2152366	NLS
Registration Number:	2165737	ALL-PRO
Registration Number:	2801090	WOOD'S@WORK
Registration Number:	2723745	QT POWER CHAIN
Registration Number:	2991827	SPEEDLIGN

CORRESPONDENCE DATA

Fax Number: (248)203-0763
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 248 203 0822
Email: ipmail@dykema.com
Correspondent Name: William F. Kolakowski III
Address Line 1: 39577 Woodward Avenue
Address Line 2: Suite 300
Address Line 4: Bloomfield Hills, MICHIGAN 48304

ATTORNEY DOCKET NUMBER:	065412-0999
NAME OF SUBMITTER:	William F. Kolakowski III
Signature:	/William F. Kolakowski III/
Date:	09/28/2010

Total Attachments: 6
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This release of security interest is executed by The Bank of New York Mellon Trust Company, N.A. (f/k/a The Bank of New York Trust Company, N.A.) (a) in its capacity as trustee and collateral agent ("Agent") for itself and for the holders of certain Notes ("Noteholders") pursuant to an Indenture dated November 30, 2004 (as amended, restated, supplemented or otherwise modified from time to time, "Indenture") by Altra Industrial Motion, Inc. and certain of its subsidiaries (collectively, "Grantors"), (b) in its capacity as trustee and collateral agent under the Security Agreement dated November 30, 2004 (as amended, restated, supplemented or otherwise modified from time to time, "Security Agreement") between the Grantors and Agent (c) in its capacity as trustee and collateral agent under the Trademark Security Agreement dated April 5, 2007 (as amended, restated, supplemented or otherwise modified from time to time) between the Grantors and Agent and recorded in the U.S. Patent and Trademark Office April 13, 2007 at Reel 3522, Frame 0006 ("Trademark Security Agreement").

WHEREAS, pursuant to the Indenture, the Security Agreement and the Trademark Security Agreement, the Grantors granted to the Agent a security interest in certain of the Grantors' trademarks ("Trademarks"), including the trademarks owned by the companies listed on Schedule A and set forth on Schedule B;

WHEREAS, Grantors and Agent now wish to provide a document suitable for recording in the United States Patent and Trademark office for purposes of recording the release, relinquishment and discharge of the Agent's security interest in the Trademarks; and

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the Agent, for itself and for the Noteholders, hereby relinquishes, releases and discharges its security interest in the Trademarks conveyed to Agent pursuant to the Indenture, Security Agreement, Trademark Security Agreement and/or any other agreement, and Agent hereby reassigns any and all such right, title and interest that it may have in the Trademarks, the goodwill associated with the Trademarks, all rights to sue at law or in equity for any infringement or other impairment of the Trademarks including any past infringement or other impairment, including the right to receive all proceeds and damages thereof, and any other right, title and interest Agent may still have in the Trademarks to Grantors. Agent further agrees to execute and deliver to Grantors any and all further documents or instruments and do any and all further acts which Grantors (or Grantors' agents or designees) reasonably request, at the expense of Grantors, in order to confirm Grantors' right, title and interest in and to the Trademarks, and that Agent makes no further claim to any right, title or interest in or to any of the Trademarks.

This release is made without any representation, warranty or recourse by Agent.

IN WITNESS WHEREOF, Agent has caused this Release of Security Interest in Trademarks to be duly executed as of September 28, 2010.

THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.,

as Agent

By: Ray Torres

Name: RAYMOND TORRES
Title: SENIOR ASSOCIATE

STATE OF CALIFORNIA)
) ss:
COUNTY OF LOS ANGELES)

The foregoing Release of Security Interest in Trademarks was executed and acknowledged before me this 28 day of September, 2010 by _____, personally known to me to be the _____ of The Bank of New York Mellon Trust Company, N.A., who being duly sworn, deposes and says that said instrument was signed on behalf of said entity described in and which executed the foregoing instrument, and that s/he was authorized to sign his/her name thereto on behalf of said entity.

Please see attached

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On September 28, 2010, before me, Karen Yu, Notary Public
Date Name and Title of Officer (e.g. "Jane Doe, Notary Public")

Personally appeared Raymond Torres
Name of Signer(s)

who proved to me on the basis of satisfactory evidence to the person(s) whose
name(s) is/are subscribed to the within instrument and acknowledged to me
that he/she/they executed the same in his/her/their authorized capacity(ies), and
that by his/her/their signature(s) on the instrument the person(s), or the entity
upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of
California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and
could prevent fraudulent reattachment of this form to another document.

Description of Attached Document

Title of Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Names Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____ Signer's Name: _____

Individual Corporate Officer - Title(s): Partner - Limited General Attorney in Fact Trustee Guardian or Conservator Other: Signer is Representing: Signer's Name: Individual Corporate Officer - Title(s): Partner - Limited General Attorney in Fact Trustee Guardian or Conservator Other: Signer is Representing:

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Individual Corporate Officer - Title(s): Partner - Limited General Attorney in Fact Trustee Guardian or Conservator Other: Signer is Representing: Signer's Name: Individual Corporate Officer - Title(s): Partner - Limited General Attorney in Fact Trustee Guardian or Conservator Other: Signer is Representing:

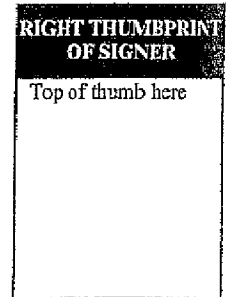
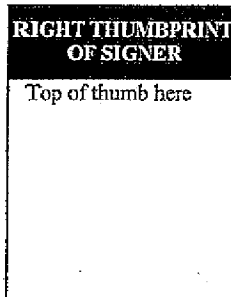
Individual Corporate Officer - Title(s): Partner - Limited General Attorney in Fact Trustee Guardian or Conservator Other: Signer is Representing: Signer's Name: Individual Corporate Officer - Title(s): Partner - Limited General Attorney in Fact Trustee Guardian or Conservator Other: Signer is Representing:

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Schedule A

T.B. Wood's Enterprises, Inc.

SCHEDULE B

<u>Registration No.</u>	<u>Registration Date</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Mark</u>
646,423	06/04/1957	71/575,508	03/15/1949	SURE-GRIP
645,415	05/14/1957	71/640,418	01/06/1953	SURE GRIP & Design
676,279	03/31/1959	72/015,359	09/10/1956	ROTO CONE
668,649	10/21/1958	72/043,720	01/09/1958	SURE-FLEX & Design
859,263	10/29/1968	72/285,223	11/20/1967	ROTO-CAM
859,264	10/29/1968	72/285,224	11/20/1967	DISC-O-TORQUE
1,001,969	01/21/1975	73/001,734	10/09/1973	ULTRA-V
1,001,970	01/21/1975	73/003,203	10/10/1973	ULTRA-V
1,070,167	07/26/1977	73/104,511	10/26/1976	U-TROL
1,109,150	12/19/1978	73/136,699	08/08/1977	SURE-GRIP
1,116,828	04/24/1979	73/158,649	02/13/1978	DURA-FLEX
1,164,393	08/11/1981	73/254,657	03/19/1980	BRAKETRON
1,361,466	09/24/1985	73/526,310	03/11/1985	FIRST IN COUPLINGS
1,409,209	09/16/1986	73/581,633	02/07/1986	DECK & Design
2,059,245	05/06/1997	75/107,136	05/20/1996	W TB WOOD'S & Design

2,191,918	09/29/1998	75/251,697	02/28/1997	POOLE
2,152,362	04/21/1998	75/273,175	04/11/1997	FORM-FLEX
2,152,364	04/21/1998	75/273,177	04/11/1997	TRUETUBE
2,152,365	04/21/1998	75/273,180	04/11/1997	VAR-A-CONE
2,152,366	04/21/1998	75/273,181	04/11/1997	NLS
2,165,737	06/16/1998	75/290,731	05/12/1997	ALL-PRO
2,801,090	12/30/2003	76/402,992	05/02/2002	WOOD'S@WORK
2,723,745	06/10/2003	76/403,299	05/02/2002	QT POWER CHAIN
2,991,827	09/06/2005	78/350,700	01/12/2004	SPPEDLIGN

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