

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Brake Parts Inc LLC		07/17/2012	LIMITED LIABILITY COMPANY: MICHIGAN

RECEIVING PARTY DATA

Name:	Affinia International Inc.
Street Address:	1101 Technology Drive
City:	Ann Arbor
State/Country:	MICHIGAN
Postal Code:	48108
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	4013435	ACE RAYBESTOS ADVANCED CERTIFIED EDUCATION BRAKE & CHASSIS
Registration Number:	4017135	R-300
Registration Number:	4019799	RAYBESTOS
Registration Number:	4013577	RAYBESTOS SAFETY FIRST ENGINEERING RESEARCHED TESTED PROVEN
Registration Number:	3813596	RAYBESTOS THE CHOICE IN CHASSIS
Registration Number:	0422723	RAYBESTOS

CORRESPONDENCE DATA

Fax Number: 7344184279
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 734-418-4278
 Email: tmdocketing@honigman.com
 Correspondent Name: Jennifer Sheehan Anderson

CH \$165.00 4013435

Address Line 1: 39400 Woodward Ave., Suite 101
Address Line 4: Bloomfield Hills, MICHIGAN 48304

ATTORNEY DOCKET NUMBER: 215407-324609

NAME OF SUBMITTER: Jennifer Sheehan Anderson

Signature: /Jennifer Sheehan Anderson/

Date: 07/17/2012

Total Attachments: 2

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TRADEMARK ASSIGNMENT

Effective July 17, 2012, BRAKE PARTS INC LLC, a Delaware limited liability company at 4400 Prime Parkway, McHenry, Illinois 60050 USA, ("Assignor"), wishes to assign to AFFINIA INTERNATIONAL INC., a Delaware corporation at 1101 Technology Drive, Ann Arbor, Michigan 48108 USA. ("Assignee") the entire right, title and interest in and to the trademark(s) on attached Schedule A (collectively, the "Trademark Rights").

Any and all rights and privileges provided under the trademark and other laws of the United States, the individual states thereof and jurisdictions foreign thereto with respect to the foregoing; the GOODWILL of the business in which the mark is used; and any and all renewals thereof, together with the right to bring suit and collect for past infringements thereof; and

In view of the payment of Ten dollars and 00/100 (\$10.00), and other legally sufficient and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor DOES HEREBY assign and transfer to Assignee, any and all right, title and interest in and to the Trademark Rights.

Assignor shall, without further consideration, execute any additional documents as may be reasonably requested by Assignee to prove and record this Assignment.

This Assignment and all terms hereof shall be binding upon and inure to the benefit of the parties and their respective heirs, personal and legal representatives, successors and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date set forth below.

BRAKE PARTS INC LLC

AFFINIA INTERNATIONAL INC.

Thomas H. Madden
Thomas H. Madden, Vice President
Ann Arbor, Michigan, U.S.A.

Thomas H. Madden
Thomas H. Madden, Vice President
Ann Arbor, Michigan, U.S.A.

Date: July 17, 2012

Date: July 17, 2012

State of Michigan :
:S.S.

State of Michigan :
:S.S.

County of Washtenaw:

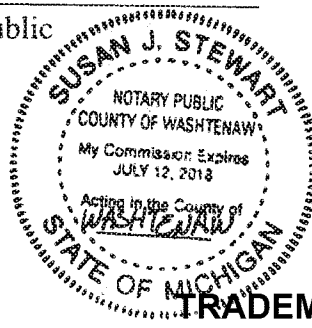
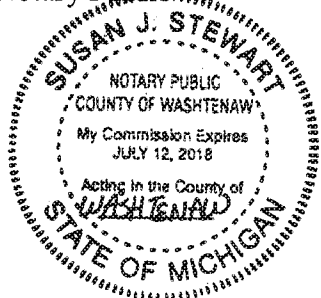
County of Washtenaw:

Sworn and subscribed before me this 17 day of July 2012, by Thomas H. Madden, Vice President of Brake Parts Inc LLC.

Sworn and subscribed before me this 17 day of July 2012, by Thomas H. Madden, Vice President of Affinia International Inc.

Susan J. Stewart
Notary Public

Susan J. Stewart
Notary Public



TRADEMARK ASSIGNMENT

Country	Mark	Status	Appl./Reg. No.	Appl./Reg. Date	Classes
Russia	RAYBESTOS DESIGN 2	Registered	520625	12/22/1987	012
Russia	RAYBESTOS SAFETY SHIELD & DESIGN	Pending	2010733197	10/15/2010	012
Saudi Arabia	R-300	Pending	164093	01/23/2011	012
Saudi Arabia	RAYBESTOS	Registered	131590	01/30/2012	012
Saudi Arabia	RAYBESTOS & DESIGN	Registered	50454	09/16/1998	012
Saudi Arabia	RAYBESTOS SAFETY SHIELD & DESIGN	Pending	159892	10/13/2010	012
Serbia	RAYBESTOS DESIGN 2	Registered	520625	12/22/1987	012
Singapore	RAYBESTOS & DESIGN	Registered	T99/11236F	10/07/1999	012
Slovenia	RAYBESTOS	Registered	9370241	02/09/1996	007, 012, 017
South Africa	RAYBESTOS	Registered	1993/10660	02/08/1996	012
South Korea	RAYBESTOS	Registered	40-477277	09/20/2000	012
South Korea	RAYBESTOS	Registered	400797424	08/10/2009	012
Sri Lanka	RAYBESTOS	Pending	149196	01/26/2009	012
Sudan	RAYBESTOS & DESIGN	Registered	27409	04/04/1999	012
Suriname	RAYBESTOS	Registered	21759	02/05/2009	012
Switzerland	RAYBESTOS & DESIGN	Registered	461301	11/18/1998	012
Syria	RAYBESTOS	Registered	116928	09/26/2010	012
Taiwan	RAYBESTOS & DESIGN	Registered	797758	03/01/1998	012
Thailand	RAYBESTOS & DESIGN	Registered	KOR112395	05/01/2000	012
Tunisia	RAYBESTOS	Registered	EE.88.645	11/02/1988	012
Turkey	R-300	Pending	2011/07171	01/27/2011	012
Turkey	RAYBESTOS & DESIGN	Registered	165362	10/02/1995	012
UAE	RAYBESTOS	Registered	160949	12/07/2011	012
Ukraine	RAYBESTOS DESIGN 2	Registered	520625	12/22/1987	012
United States	ACE RAYBESTOS ADVANCED CERTIFIED EDUCATION BRAKE & CHASSIS	Registered	4,013,435	08/16/2011	041
United States	R-300	Registered	4,017,135	08/23/2011	012
United States	RAYBESTOS	Registered	4,019,799	08/30/2011	012
United States	RAYBESTOS SAFETY SHIELD & DESIGN	Registered	4,013,577	08/16/2011	012
United States	RAYBESTOS THE CHOICE IN CHASSIS & DESIGN	Registered	3,813,596	07/06/2010	012
United States	RAYBESTOS WINGED DESIGN	Registered	422,723	08/06/1946	012
Uruguay	RAYBESTOS & DESIGN	Registered	413412	06/20/1990	012
Uzbekistan	RAYBESTOS	Registered	MGU 18891	10/15/2009	012
Venezuela	RAYBESTOS	Pending	2010-19840	12/01/2010	012
Venezuela	RAYBESTOS	Registered	F158788	05/02/1994	008
Venezuela	RAYBESTOS	Pending	2004-013385	08/24/2004	12
Venezuela	RAYBESTOS R-300	Pending	2011-4872	03/29/2011	012