

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Purcell Tire & Rubber Company		08/24/2012	CORPORATION: MISSOURI
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A.		
<b>Street Address:</b>	800 Market Street		
<b>City:</b>	St. Louis		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	63101		
<b>Entity Type:</b>	National Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2682968	PURCELL TIRE & RUBBER COMPANY	
<b>Registration Number:</b>	2695043	PURCELL WESTERN STATES TIRE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3142592020		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Phone:</b>	314-259-2000		
<b>Email:</b>	ncollora@bryancave.com		
<b>Correspondent Name:</b>	Daniel A. Crowe		
<b>Address Line 1:</b>	211 North Broadway, Suite 3600		
<b>Address Line 4:</b>	St. Louis, MISSOURI 63102-2750		
<b>ATTORNEY DOCKET NUMBER:</b>	C04000/0220060		
<b>NAME OF SUBMITTER:</b>	Daniel A. Crowe		
<b>Signature:</b>	/Daniel A. Crowe/		

CH \$65.00 2682968

Date:

09/04/2012

**Total Attachments: 4**

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## ASSIGNMENT FOR SECURITY

### TRADEMARKS

WHEREAS, Purcell Tire & Rubber Company, a Missouri corporation (the "Assignor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Security Agreement, dated August 24, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of Bank of America, N.A. (together with any successors and assigns, the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, assign and grant to the Assignee (as such terms are defined in the Security Agreement) a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of August \_\_\_\_, 2012.

PURCELL TIRE & RUBBER COMPANY,  
a Missouri corporation

By: *Juanita Purcell*  
Name: Juanita C. Purcell  
Title: Secretary & Treasurer

By: *Robert A. Purcell*  
Name: Robert G. Purcell  
Title: Chairman & CEO

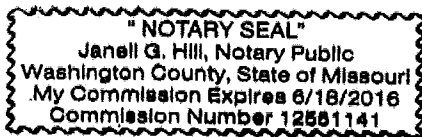
Signature Page to Assignment for Security - Trademarks (Purcell)

**TRADEMARK**  
**REEL: 004855 FRAME: 0224**

STATE OF MISSOURI

COUNTY OF WASHINGTON <sup>ss.:</sup>

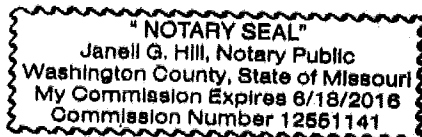
On this 24 day of August, 2012, before me personally came Robert Purcell, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the Chairman/CEO of Purcell Tire & Rubber Company, a Missouri corporation, and that s/he executed the foregoing instrument in the firm name of Purcell Tire & Rubber Company, and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



STATE OF MISSOURI

COUNTY OF WASHINGTON <sup>ss.:</sup>

On this 24th day of August, 2012, before me personally came Vianita Purcell, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the Secretary/Treasurer of Purcell Tire & Rubber Company, a Missouri corporation, and that s/he executed the foregoing instrument in the firm name of Purcell Tire & Rubber Company, and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



Notary Block to Assignment for Security - Trademarks (Purcell)

TRADEMARK  
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**SCHEDULE 1A TO ASSIGNMENT FOR SECURITY**

**Trademarks and Trademark Applications**

<b>Owner</b>	<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
Purcell Tire & Rubber Company	Purcell Tire & Rubber Company & Design	2,682,968	February 4, 2003
Purcell Tire & Rubber Company	Purcell Western States Tire & Design	2,695,043	March 11, 2003