

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest recorded at Reel/Frame 3439/0385

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goldman Sachs Credit Partners L.P.		03/26/2012	LIMITED PARTNERSHIP: BERMUDA

RECEIVING PARTY DATA

Name:	White Brothers Performance Products, Inc.
Street Address:	24845 Corbit Place
City:	Yorba Linda
State/Country:	CALIFORNIA
Postal Code:	92887
Entity Type:	CORPORATION: CALIFORNIA

Name:	Motorsport Aftermarket Group, Inc.
Street Address:	17771 Mitchell North
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92614
Entity Type:	CORPORATION: DELAWARE

Name:	V&H Performance, LLC
Street Address:	13861 Rosecrans Avenue
City:	Santa Fe Springs
State/Country:	CALIFORNIA
Postal Code:	90670
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Kuryakyn Holdings, LLC
Street Address:	454 Highway 35-64
City:	Somerset
State/Country:	WISCONSIN

CH \$690.00 3118635

Postal Code:	54025
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	J&P Cycles, LLC
Street Address:	13225 Circle Drive
Internal Address:	P.O. Box 138
City:	Anamosa
State/Country:	IOWA
Postal Code:	52205
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Progressive Suspension, LLC
Street Address:	6911 Marlin Circle
City:	La Palma
State/Country:	CALIFORNIA
Postal Code:	90623
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Mustang Motorcycle Products, LLC
Street Address:	278 Town Hill Road
City:	Terryville
State/Country:	CONNECTICUT
Postal Code:	06786
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Performance Machine, LLC
Street Address:	6892 Marlin Circle
City:	La Palma
State/Country:	CALIFORNIA
Postal Code:	90623
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	3118635	ISO
Registration Number:	2990665	GRAVITY
Registration Number:	2635004	5TH ELEMENT
Registration Number:	2630269	R4
Registration Number:	2295104	E-SERIES

Registration Number:	2326937	WHITE BROTHERS
Registration Number:	2593324	WHITE BROTHERS
Registration Number:	2693185	VANCE & HINES
Registration Number:	2755532	VANCE & HINES RACING
Registration Number:	1900357	PORKER
Registration Number:	2795640	CV/T
Registration Number:	2652948	PLATFORM DAMPING
Registration Number:	2763839	PROGRESSIVE SUSPENSION
Registration Number:	2809428	
Registration Number:	2372257	PROGRESSIVE SUSPENSION INC. U.S.A.
Registration Number:	2095831	CRUISE CONTROL
Registration Number:	2716499	AIRTAIL
Registration Number:	2024131	KEEPING THE WORLD ON 2 WHEELS
Registration Number:	2027275	J&P CYCLES
Registration Number:	2028995	J & P CYCLES
Registration Number:	2892561	KURYAKYN
Registration Number:	1963632	KURYAKYN USA
Registration Number:	2162359	MUSTANG
Registration Number:	1882054	MUSTANG
Registration Number:	2911115	PHATAIL
Registration Number:	1913212	PM
Registration Number:	1952532	PM

CORRESPONDENCE DATA

Fax Number: 3128622200
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 312-862-6371
Email: renee.prescan@kirkland.com
Correspondent Name: Renee M. Prescan
Address Line 1: 300 North LaSalle Street
Address Line 2: Kirkland & Ellis LLP
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	10265-35 RMP
NAME OF SUBMITTER:	Renee M. Prescan
Signature:	/Renee M. Prescan/

02/23/2013

Total Attachments: 6

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RELEASE OF SECURITY AGREEMENT IN TRADEMARKS

THIS RELEASE OF SECURITY AGREEMENT IN TRADEMARKS (this “Release”) is made as of March 26, 2012 (“Effective Date”) by and between **Goldman Sachs Credit Partners L.P.**, in its capacity as Collateral Agent (“Collateral Agent”), and **White Brothers Performance Products, Inc.**, a California corporation, with its principal office at 24845 Corbit Place, Yorba Linda, California, 92887, **Motorsport Aftermarket Group, Inc.**, a Delaware corporation, with its principal office at 17771 Mitchell North, Irvine, California 92614, **V&H Performance, LLC**, a Delaware limited liability company, with its principal office at 13861 Rosecrans Avenue, Santa Fe Springs, California 90670, **Kuryakyn Holdings, LLC**, a Delaware limited liability company, with its principal office at 454 Highway 35-64, Somerset, Wisconsin 54025, **J&P Cycles, LLC**, a Delaware limited liability company, with its principal office at 13225 Circle Drive, P.O. Box 138, Anamosa, Iowa 52205, **Progressive Suspension, LLC**, a Delaware limited liability company, with its principal office at 6911 Marlin Circle, La Palma, California 90623, **Mustang Motorcycle Products, LLC**, a Delaware limited liability company, with its principal office at 278 Town Hill Road, Terryville, Connecticut 06786, and **Performance Machine, LLC**, a Delaware limited liability company, with its principal office at 6892 Marlin Circle, La Palma, California 90623, (“Grantors”).

WHEREAS, pursuant to the terms and conditions of that certain Trademark Security Agreement by and between Grantors and Collateral Agent dated as of November 30, 2006 (the “Trademark Security Agreement”), Grantors pledged and granted to Collateral Agent a continuing priority security interest in all of Grantors’ right, title and interest in, to and under the Trademark Collateral (as such term is defined in the Trademark Security Agreement), including, without limitation, the United States trademark registrations and applications for trademark registration set forth on Schedule A attached hereto, in each case together with the goodwill associated therewith;

WHEREAS, Grantors and Collateral Agent entered into the Trademark Security Agreement pursuant to the terms and conditions of that certain Pledge and Security Agreement by and between Grantors and Collateral Agent dated as of November 30, 2006 (the “Pledge and Security Agreement”);

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office (“PTO”) on December 7, 2006, at Reel 3439, Frame 0385; and

WHEREAS, Grantors have paid all of their outstanding indebtedness to Collateral Agent.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Collateral Agent hereby terminates the Trademark Security Agreement, and hereby terminates, cancels and releases any and all security interests it has against the Trademark Collateral.

Collateral Agent represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Trademark Collateral; and (iii) it has not recorded or otherwise evidenced its security interest with respect to any trademark, or registration of an application to register any trademark, or any trade name or assumed name of Grantors, other than the Trademark Collateral set forth on Schedule A attached hereto, in any jurisdiction throughout the world.

The Collateral Agent agrees to cooperate with the Grantors, and Grantors’ successors, assigns or other legal representatives, at Grantors’ expense, and to provide the Grantors with the


information (including, without limitation, the execution and delivery of any and all documents or other instruments) reasonably required or desirable to effect the release of the Collateral Agent's security interest in the Trademark Collateral and hereby authorizes Grantors to make such filings, at Grantors' expense, with the PTO as may be reasonably determined by Grantors to record and evidence the termination, cancellation and release of the Collateral Agent's security interest in the Trademark Collateral.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

* * * * *

IN WITNESS WHEREOF, Collateral Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date.

GOLDMAN SACHS CREDIT PARTNERS L.P.





By:  _____
Title: Authorized Signatory




[Signature Page to Release of Security Agreement in Trademarks]

TRADEMARK
REEL: 004969 FRAME: 0117

SCHEDULE A

TRADEMARK REGISTRATIONS

<u>OWNER</u>	<u>REGISTRATION NUMBER</u>	<u>DESCRIPTION</u>
Kuryakyn Holdings, LLC	3118635	ISO
Progressive Suspension, LLC	2990665	GRAVITY
Progressive Suspension, LLC.	2635004	5 TH Element
White Brothers Performance Products, Inc.	2630269	R4
Motorsport Aftermarket Group, Inc.	2295104	E-Series
White Brothers Performance Products, Inc.	2326937	White Brothers
White Brothers Performance Products, Inc.	2593324	White Brothers
V&H Performance, LLC	2693185	Vance & Hines
V&H Performance, LLC	2755532	Vance & Hines Racing
V&H Performance, LLC	1900357	Porker
Progressive Suspension, LLC	2795640	CV/T
Progressive Suspension, LLC	2652948	Platform Damping
Progressive Suspension, LLC	2763839	Progressive Suspension
Progressive Suspension, LLC	2809428	Design Mark 
Progressive Suspension, LLC	2372257	Progressive Suspension Design 
Progressive Suspension, LLC	2095831	Cruise Control
Progressive Suspension, LLC	2716499	Airtail
J&P Cycles, LLC	2024131	Keeping the World on 2 Wheels
J&P Cycles, LLC	2027275	J&P Cycles Design 
J&P Cycles, LLC	2028995	J&P Cycles
Kuryakyn Holdings, LLC	2892561	Kuryakyn
Kuryakyn Holdings, LLC	1963632	Kuryakyn USA
Mustang Motorcycle Products, LLC	2162359	Mustang 
Mustang Motorcycle	1882054	Mustang

OWNER	REGISTRATION NUMBER	DESCRIPTION
Products, LLC		
Performance Machine, LLC	2911115	PHATAIL
Performance Machine, LLC	1913212	PM Logo For Motorcycle Accessories 
Performance Machine, LLC	1952532	PM Logo for Clothing 

Other Trademark Registrations:

<u>OWNER</u>	<u>REGISTRATION NUMBER</u>	<u>COUNTRY/STATE</u>	<u>TRADEMARK</u>
V&H Performance, LLC	0000015842	EC	Vance & Hines
Progressive Suspension, LLC	919694	Australia	CV/T
Progressive Suspension, LLC	002784114	EC	CV/T
Progressive Suspension, LLC	937387	Australia	Progressive Suspension Design
Progressive Suspension, LLC	932175	Australia	Design Mark
Progressive Suspension, LLC	2124774	EC	Progressive Suspension Design
Progressive Suspension, LLC	001210830	EC	Progressive Suspension Design
Progressive Suspension, LLC	002615326	EC	Airtail
Progressive Suspension, LLC	936793	Australia	Airtail
Progressive Suspension, LLC	TMA621541	Canada	Airtail
Kuryakyn Holdings, LLC	003275724	EC	Kuryakyn
Mustang Motorcycle Products, LLC	578763	EC	Mustang
Performance Machine, LLC	No. 2008273	UK	PM Logo for land vehicles and clothing
Performance Machine, LLC	No. 95554399	France	PM Logo for land vehicles and clothing
Performance Machine, LLC	No. 4040941	Japan	PM Logo for motorcycle, wheels, etc.
Performance Machine, LLC	No. 395 02 279	Germany	PM Logo