

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM310321

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
KeyBank National Association		06/30/2014	National Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wheel Pros, LLC		
<b>Street Address:</b>	5347 S. Valentia Way		
<b>City:</b>	Greenwood Village		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80111		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 79</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3803502	BLACK MAGIC FINISH	
<b>Registration Number:</b>	3618051	MAXX	
<b>Registration Number:</b>	3563425	VENTI PLUS	
<b>Registration Number:</b>	3563424	VENTI PLUS V+	
<b>Registration Number:</b>	3514704	CUSTOM WHEEL COLLECTION	
<b>Registration Number:</b>	3391288	DIAMO	
<b>Registration Number:</b>	3388559	VENTI	
<b>Registration Number:</b>	3345065	XD SERIES	
<b>Registration Number:</b>	3325673	BUZZ	
<b>Registration Number:</b>	3271590	VENTI	
<b>Registration Number:</b>	3234295	KMC	
<b>Registration Number:</b>	3191617	WHEEL PROS	
<b>Registration Number:</b>	3182731	KMC BUZZ	
<b>Registration Number:</b>	3177896		
<b>Registration Number:</b>	3177834	XD SERIES	
<b>Registration Number:</b>	3160036	CUSTOM RIMS BY KMC	
<b>Registration Number:</b>	3151794		
<b>Registration Number:</b>	3151790	SPINTEK	
<b>Registration Number:</b>	3151693	SPINTEK	
<b>TRADEMARK</b>			

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Property Type	Number	Word Mark
Registration Number:	3149557	SR KMC RACING
Registration Number:	3108761	MOTO METAL
Registration Number:	3069340	LIKE NO OTHER
Registration Number:	3031606	XD SERIES
Registration Number:	3027219	SR KMC RACING
Registration Number:	3027059	KMC
Registration Number:	3010893	KMC
Registration Number:	2985749	LORENZO
Registration Number:	2982057	OFFENDING SINCE 1982
Registration Number:	2981358	SUPERLIP
Registration Number:	2977488	VOLT RACING
Registration Number:	2970764	
Registration Number:	2971344	RIMWEAR
Registration Number:	2913759	SUPERLIP
Registration Number:	2824829	HELO
Registration Number:	2731970	LORENZO
Registration Number:	2475230	H HELO
Registration Number:	2469809	QT
Registration Number:	2427948	A
Registration Number:	2377090	ALBA
Registration Number:	2159534	LIKE NO OTHER
Registration Number:	3243101	AMERICAN RACING
Registration Number:	3080913	DRIVE GEAR
Registration Number:	3437622	AMERICAN RACING PERFORM
Registration Number:	3115078	ATX SERIES
Registration Number:	3432583	ATX
Registration Number:	3080975	ANSEN
Registration Number:	3042571	MOTEGI
Registration Number:	2940880	RIAX
Registration Number:	2805037	
Registration Number:	2877160	
Registration Number:	3605387	AMERICAN RACING PRO SERIES
Registration Number:	3552753	CARFIGURATOR
Registration Number:	3483366	M
Registration Number:	3928784	MOTEGI RACING
Registration Number:	3587691	ATX SERIES
Registration Number:	3841858	TORQ THRUST
Registration Number:	2781121	
Registration Number:	2610348	MOTEGI RACING

**TRADEMARK**

Property Type	Number	Word Mark
Registration Number:	2433240	TORQ THRUST
Registration Number:	2508336	TORQ THRUST II
Registration Number:	2918292	AMERICAN RACING CUSTOM WHEELS
Registration Number:	2435511	AR AMERICAN RACING
Registration Number:	1985148	TORQ-THRUST "D"
Registration Number:	1986617	ARE
Registration Number:	2001979	AMERICAN RACING
Registration Number:	1113095	AMERICAN RACING
Registration Number:	1147598	AMERICAN RACING
Registration Number:	0863444	AMERICAN RACING EQUIPMENT
Registration Number:	0868913	AMERICAN
Serial Number:	85249345	IN THRUST WE TRUST
Serial Number:	85223049	ROCKSTAR
Serial Number:	77282100	STYLING PROS
Serial Number:	78513133	ROCKSTAR BY KMC
Serial Number:	78513120	ROCKSTAR BY KMC
Serial Number:	78937962	AMERICAN RACING PERFORM
Serial Number:	78937948	AMERICAN RACING PERFORM
Serial Number:	78937929	
Serial Number:	78937924	AR
Serial Number:	78937899	AR AMERICAN RACING

**CORRESPONDENCE DATA**

Fax Number: 3128622200

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

Phone: 3128622000

Email: rob.soneson@kirkland.com

Correspondent Name: Rob Soneson

Address Line 1: 300 N LaSalle

Address Line 2: Kirkland & Ellis LLP

Address Line 4: Chicago, ILLINOIS 60654

**ATTORNEY DOCKET NUMBER:** 37869-196-RFS

**NAME OF SUBMITTER:** Rob Soneson

**SIGNATURE:** /rsoneson/

**DATE SIGNED:** 07/10/2014

**Total Attachments: 4**

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**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of June 30, 2014 ("Release"), is made by KeyBank National Association, as Administrative Agent ("Administrative Agent") in favor of Wheel Pros, LLC, a Delaware limited liability company ("Grantor").

**WHEREAS**, pursuant to that certain Security and Pledge Agreement dated as of August 5, 2011 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligors party thereto and the Administrative Agent, each Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations ("Secured Parties"), a continuing security interest in any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

**WHEREAS**, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks dated as of August 5, 2011 ("Notice"); and

**WHEREAS**, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on August 8, 2011 at Reel 4599 Frame 0529.

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

**SECTION 1. Defined Terms.** All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

**SECTION 2. Termination and Release.** Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto; and

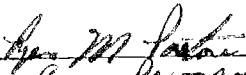
(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York.

**IN WITNESS WHEREOF**, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

KeyBank National Association, as Administrative Agent

By:   
Name: Ryan Pastore  
Title: Senior Vice President

**Schedule A**

**Wheel Pros, LLC  
(Delaware LLC)**

**U.S. Trademarks**

**Trademark Registrations**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
BLACK MAGIC FINISH	3803502	06/15/10
MAXX	3618051	05/12/09
VENTI PLUS	3563425	01/20/09
VENTI PLUS V+ and Design	3563424	01/20/09
CUSTOM WHEEL COLLECTION and Design	3514704	10/14/08
DIAMO	3391288	03/04/08
VENTI	3388559	02/26/08
XD SERIES	3345065	11/27/07
BUZZ	3325673	10/30/07
VENTI	3271590	07/31/07
KMC	3234295	04/24/07
WHEEL PROS	3191617	01/02/07
KMC BUZZ	3182731	12/12/06
Design only	3177896	11/28/06
XD SERIES	3177834	11/28/06
CUSTOM RIMS BY KMC	3160036	10/17/06
Design only	3151794	10/03/06
SPINTEK	3151790	10/03/06
SPINTEK	3151693	10/03/06
SR KMC RACING	3149557	09/26/06
MOTO METAL	3108761	06/27/06
LIKE NO OTHER	3069340	03/14/06
XD SERIES	3031606	12/20/05
SR KMC RACING	3027219	12/13/05
KMC	3027059	12/13/05
KMC	3010893	11/01/05
LORENZO and Design	2985749	08/16/05
OFFENDING SINCE 1982	2982057	08/02/05
SUPERLIP	2981358	08/02/05
VOLT RACING	2977488	07/26/05
Design only	2970764	07/19/05
RIMWEAR	2971344	07/19/05
SUPERLIP	2913759	12/21/04
HELO	2824829	03/23/04
LORENZO	2731970	07/01/03
H HELO and Design	2475230	08/07/01
QT	2469809	07/17/01
A	2427948	02/13/01
ALBA	2377090	08/15/00
LIKE NO OTHER	2159534	05/19/98
AMERICAN RACING	3243101	05/15/07

DRIVE GEAR	3080913	04/11/06
AMERICAN RACING PERFORM	3437622	05/27/08
ATX SERIES	3115078	07/11/06
ATX	3432583	05/20/08
ANSEN	3080975	04/11/06
MOTEGI	3042571	01/10/06
RIAX	2940880	04/12/05
Design only	2805037	01/13/04
Design only	2877160	08/24/04
AMERICAN RACING PRO SERIES	3605387	04/14/09
CARFIGURATOR	3552753	12/30/08
M and Design	3483366	08/12/08
MOTEGI RACING	3928784	03/08/11
ATX SERIES	3587691	03/10/09
TORQ THRUST	3841858	08/31/10
Design only	2781121	11/11/03
MOTEGI RACING	2610348	08/20/02
TORQ THRUST	2433240	03/06/01
TORQ-THRUST II	2508336	11/20/01
AMERICAN RACING CUSTOM WHEELS and Design	2918292	01/18/05
AR AMERICAN RACING and Design	2435511	03/13/01
TORQ-THRUST "D"	1985148	07/09/96
ARE	1986617	07/16/96
AMERICAN RACING and Design	2001979	09/17/96
AMERICAN RACING and Design	1113095	02/13/79
AMERICAN RACING	1147598	02/24/81
AMERICAN RACING EQUIPMENT and Design	0863444	01/14/69
AMERICAN and Design	0868913	05/06/69

**Trademark Applications**

<b>Mark</b>	<b>Appl. No.</b>	<b>Filing Date</b>
IN THRUST WE TRUST	85249345	02/23/11
ROCKSTAR	85223049	01/21/11
STYLING PROS	77282100	09/18/07
ROCKSTAR BY KMC	78513133	11/08/04
ROCKSTAR BY KMC	78513120	11/08/04
AMERICAN RACING PERFORM and Design	78937962	07/26/06
AMERICAN RACING PERFORM and Design	78937948	07/26/06
Design only	78937929	07/26/06
AR and Design	78937924	07/26/06
AR AMERICAN RACING and Design	78937899	07/26/06