

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM357759

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GENERAL ELECTRIC CAPITAL CORPORATION, AS RETIRING AGENT		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ANTARES CAPITAL LP, AS SUCCESSOR AGENT		
Street Address:	500 West Monroe Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1859545	ARCTIC FOX	
Registration Number:	1804126	ARCTIC FOX	
Registration Number:	1711169	COOLANT DAM	
Registration Number:	1559746	HOTLINE	
CORRESPONDENCE DATA			
Fax Number:	3129939767		
<i>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.</i>			
Phone:	3129932647		
Email:	zeynep.gieseke@lw.com		
Correspondent Name:	Zeynep Gieseke		
Address Line 1:	330 N. Wabash Avenue, Suite 2800		
Address Line 2:	Latham & Watkins LLP		
Address Line 4:	Chicago, ILLINOIS 60611		
ATTORNEY DOCKET NUMBER:	025646-0000		
NAME OF SUBMITTER:	Zeynep Gieseke		
SIGNATURE:	/zg/		
DATE SIGNED:	10/07/2015		

OP \$115.00 1859545

Total Attachments: 5

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, “**GECC**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, “**Antares**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Collateral Agent**”).

RECITALS:

WHEREAS, ARCTIC FOX, LLC, as “Grantor”, and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, successor collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

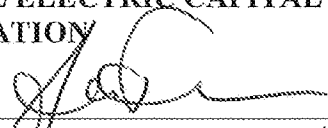
This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Collateral Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

GENERAL ELECTRIC CAPITAL CORPORATION

By: 
Name: STEVEN FLOWERS
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

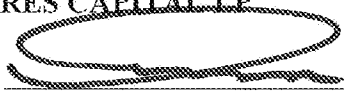
By: 
Name: DAVID BRACKETT
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of March 12, 2015 and filed with the United States Patent and Trademark Office on March 12, 2015 at Reel 5476, Frame 0811.

Patent Security Agreement dated as of March 12, 2015 and filed with the United States Patent and Trademark Office on March 12, 2015 at Reel 035152, Frame 0323.

EXHIBIT B

Trademark Registrations

1. REGISTERED TRADEMARKS

Registration Number	Country	Mark	Issue Date	Renewal Date
TMA463513	Canada	ARCTIC FOX	20-Sep-1996	20-Sep-2026
1859545	US	ARCTIC FOX	25-Oct-1994	25-Oct-2024
1804126	US	ARCTIC FOX	16-Nov-1993	16-Nov-2023
1711169	US	COOLANT DAM	1-Sep-1992	1-Sep-2022
1559746	US	HOTLINE	10-Oct-1989	10-Oct-2019

2. TRADEMARK APPLICATIONS

None.

3. IP LICENSES

None.

Patent Registrations

1. REGISTERED PATENTS

Patent Number	Country	Title	Issue Date
7114736	US	Vehicle Mounted Step Assembly	3-Oct-2006

2. PATENT APPLICATIONS

None.

3. IP LICENSES

1. Arctic Fox licenses a Letters Patent titled Fuel System (Patent No. 4,748,960) to Webb Enterprises, Inc. pursuant to the Patents Cross-Licensing Agreement, dated July 6, 1992, between Arctic Fox Heaters, Inc., Webb Enterprises, Inc. and Erwin E. Hurner.

2. Erwin Hurner licenses two Letters Patents titled (a) Intake Fuel Heater, and (b) Process of Heating Fuel In Tank and Upon Withdrawal, pursuant to the Patents Cross-Licensing Agreement, dated July 6, 1992, between Arctic Fox Heaters, Inc., Webb Enterprises, Inc. and Erwin E. Hurner