

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM487566

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|---|--|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Grant of Security Interest in United States Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| WPM Holdings, LLC | | 08/22/2018 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Wells Fargo Bank, National Association | | |
| Street Address: | 2450 Colorado Avenue, Suite 3000 | | |
| City: | Santa Monica | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90404 | | |
| Entity Type: | National Banking Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3791546 | BOSS MOTORSPORTS | |
| Registration Number: | 3385819 | BOSS MOTOR SPORTS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2027393001 | | |
| <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: | 2027395866 | | |
| Email: | felicia.gordon@morganlewis.com | | |
| Correspondent Name: | Morgan, Lewis & Bockius LLP | | |
| Address Line 1: | 1111 Pennsylvania Avenue, NW | | |
| Address Line 4: | Washington, D.C. 20004 | | |
| ATTORNEY DOCKET NUMBER: | 058438.14-0705 | | |
| NAME OF SUBMITTER: | Felicia D. Gordon | | |
| SIGNATURE: | /Felicia D. Gordon/ | | |
| DATE SIGNED: | 08/27/2018 | | |
| Total Attachments: 4 | | | |
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GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

August 22, 2018

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, WPM HOLDINGS, LLC, a Delaware limited liability company (the “Grantor”), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, with offices at 2450 Colorado Avenue, Suite 3000, Santa Monica, California 90404 (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (except any intent-to-use applications for trademark registrations for which a statement of use has not yet been filed) set forth on Schedule A attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, (iv) all income, fees, royalties, damages, claims and payments now or hereafter due and/or payable thereunder and with respect thereto including, without limitation, damages and payments for past, present or future infringements thereof, (v) any and all rights corresponding thereto throughout the world, and (vi) any and all rights to sue for past, present or future infringements thereof.


THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the ABL Security Agreement by, among Grantee, WHEEL PROS INTERMEDIATE, INC., a Delaware corporation, as a Guarantor, and the other Grantors (as such term is defined therein) party thereto, dated as of April 4, 2018 (as amended by the Joinder Agreement to the ABL Security Agreement, dated as of the date hereof, by and between Grantor and Grantee, and as further amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has executed this Grant as of the date first above written.

GRANTOR:

WPM HOLDINGS, LLC

By: 
Name: Christopher Krajacic
Title: Vice President and Chief Financial Officer

GRANTEE:

**WELLS FARGO BANK, NATIONAL
ASSOCIATION**

By: 


Name: Dennis King

Title: Vice President

[Signature Page to the ABL Trademark Security Agreement]

**TRADEMARK
REEL: 006422 FRAME: 0966**

SCHEDULE A

| <u>Registered Owner/Applicant</u> | <u>Mark</u> | <u>Country</u> | <u>App. No.</u> | <u>App. Date</u> | <u>Reg. No.</u> | <u>Reg. Date</u> |
|-----------------------------------|---|----------------|-----------------|------------------|-----------------|----------------------|
| WPM Holdings, LLC | BOSS MOTORSPORTS | USA | 78261310 | 6/9/2009 | 3791546 | May 18, 2010 |
| WPM Holdings, LLC |  | USA | 75898707 | | 3385819 | February 19, 1998 |