

STATE OF ILLINOIS
COUNTY OF COOK

THIS AGREEMENT, made and entered into this twenty-third day of July, 1964, at Chicago, Illinois, between NATIONAL AUTOMOTIVE PARTS ASSOCIATION, hereinafter referred to as the Licensor, and COLYEAR MOTOR SALES COMPANY of 600 East Washington Boulevard, Los Angeles, California, hereinafter referred to as the Licensee.

W I T N E S S E T H:

WHEREAS, Licensor is the owner of the trademark "Ray-Loc", the certificates of registration of said trademark in the United States Patent Office being numbers 383,061, and bearing the date of November 19, 1940; 386,233, and bearing the date of April 1, 1941; and 377,923, and bearing the date of May 21, 1940.

WHEREAS, Licensee is desirous of obtaining a license to manufacture and sell certain products to bear said trademark "Ray-Loc."

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, and in consideration of the mutual covenants and agreements herein contained, it is mutually agreed as follows:

(1)

The Licensor hereby grants to the Licensee a non-exclusive license, subject to the terms and conditions herein set forth, to manufacture and sell under the trademark "Ray-Loc" such products as are specified and limited in Paragraph (4) hereof.

(2)

This license is granted with the express understanding and agreement that the Licensee herein shall not sell or



CONFIDENTIAL
THIS DOCUMENT IS
SUBJECT TO COURT ORDER

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