

07-15-1998



100764902

To the Honorable Commissioner of Patents and Trademarks:
Please record the attached original document or copy thereof.

1. Name of conveying party:

WRD
7-13-98

U.S. Rentals, Inc., a California corporation

2. Name and address of receiving party:

USR Holdings, Inc., a California corporation
1581 Cummins Drive
Suite 155
Modesto, California 95358

3. Nature of conveyance:

Change of Name

4. Trademark Registration Number:

1,735,268

5. Name and address of party to whom correspondence concerning document should be mailed:

Christine E. Coleman, Esq.
O'Melveny & Myers
1999 Avenue of the Stars
Los Angeles, California 90067

6. Total number of applications and registrations involved:

One (1)

7. Total fee:

\$40.00 (enclosed)

8. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Christine Cole

December 22, 1997
Date

TOTAL NUMBER OF PAGES INCLUDING COVER SHEET, ATTACHMENTS, AND DOCUMENT: 2

A488156

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

RECORDED-FILED
in the office of the Secretary of State
of the State of California

FEB 20 1997

BILL JONES, Secretary of State

The undersigned certify that:

1. They are the president and the assistant secretary, respectively, of U.S. RENTALS, INC., a California corporation.
2. Article 1 of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation is USR HOLDINGS, INC."
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 900. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: Feb 15, 1997



 William F. Berry, President



 John S. McKinney, Asst. Secretary