

02-08-1999

Commerce

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Effective Date
Month Day Year

Change of Name

Other _____

Conveying Party(ies)

Mark if additional names of receiving parties attached

Name THORN AMERICAS, INC.

Execution Date
Month Day Year
08 05 1998

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party

Mark if additional names of conveying parties attached

Name RENT-A-CENTER, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 5700 TENNYSON PARKWAY, 3RD FLOOR

Address (line 2) _____

PLANO

City

TEXAS

State/Country

75024

Zip Code

Individual General Partnership Limited Partnership Association

Corporation Association

Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization DELAWARE

FOR OFFICE USE ONLY

02/05/1999 TTON11 00000183 232426 1147345

01 FC:481 40.00 CH
02 FC:482 50.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1849 FRAME: 0544

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

214-745-5299

Name

KEVIN L. SMITH

Address (line 1)

WINSTEAD SECHREST & MINICK P.C.

Address (line 2)

1201 ELM STREET, SUITE 5400

Address (line 3)

Address (line 4)

DALLAS, TEXAS 75270

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

5

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75331258

1147345

1169733

Number of Properties

Enter the total number of properties involved.

#

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 90.00

Method of Payment:

Deposit Account

Enclosed

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

23-2426

Authorization to charge additional fees:

Yes

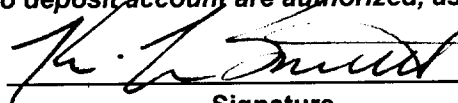
No

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. Charges to deposit account are authorized, as indicated herein.

KEVIN L. SMITH

Name of Person Signing



Signature

February 3, 1999

Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THORN AMERICAS, INC.", CHANGING ITS NAME FROM "THORN AMERICAS, INC." TO "RENT-A-CENTER, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF AUGUST, A.D. 1998, AT 3:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2017353 8100

981306324

AUTHENTICATION: 9236882

DATE: 08-05-98

TRADEMARK
REEL: 1849 FRAME: 0546

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
THORN AMERICAS, INC.**

Pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware (the "DGCL"), Thorn Americas, Inc., a Delaware corporation (the "Corporation"), hereby certifies as follows:

FIRST. The Certificate of Incorporation of the Corporation is hereby amended as follows:

Article First of the Certificate of Incorporation is hereby amended to change the name of the Corporation from "Thorn Americas, Inc." to "Rent-A-Center, Inc." so that it shall henceforth read in its entirety as follows:

"First: The name of the Corporation is Rent-A-Center, Inc."

Article Ninth is hereby added to empower the Board of Directors to make, alter or repeal the Bylaws of the Corporation so that it shall henceforth read in its entirety as follows:

"Ninth: In furtherance of and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of the Corporation."

SECOND. The foregoing amendments of the Certificate of Incorporation were duly adopted in accordance with the provisions of Section 242 of the DGCL, the Board of the Directors of the Corporation having duly adopted resolutions by unanimous written consent in accordance with Section 141 of the DGCL and the stockholders of the Corporation having duly adopted resolutions by unanimous written consent in accordance with Section 228 of the DGCL.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Corporation has made this Certificate of Amendment this 5th day of August, 1998.

THORN AMERICAS, INC.

By: *L. Dowell Bennett*
Name: *L. Dowell Bennett*
Its: *VP*

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