



01-28-1999

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #40

02-09-1999



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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
Effective Date
Month Day Year
1/1/99
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Nissan Motor Corporation in U.S.A.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Nissan North America, Inc.

DBA/AKATA _____

Composed of _____

Address (line 1) 18501 South Figueroa Street

Address (line 2) _____

Address (line 3) Gardena California/U.S.A. 90248-4500
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization California

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.)

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
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REEL: 1850 FRAME: 0208

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750.00

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

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)		
<input type="text" value="75611273"/>	<input type="text" value="75420656"/>	<input type="text" value="75370416"/>	<input type="text" value="2102231"/>	<input type="text" value="1945342"/>	<input type="text" value="2129845"/>
<input type="text" value="75611274"/>	<input type="text" value="75420670"/>	<input type="text" value="75236885"/>	<input type="text" value="1722736"/>	<input type="text" value="2008007"/>	<input type="text" value="2181416"/>
<input type="text" value="75384972"/>	<input type="text" value="75300386"/>	<input type="text" value="75236835"/>	<input type="text" value="1942427"/>	<input type="text" value="2113048"/>	<input type="text" value="1870151"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account


Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

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.

Yukio Kitahora,
Senior Vice President
Name of Person Signing


Signature

1/27/99
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

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 the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)

75300725

2134622 1257836

75300390

1690503 1938706

75300726

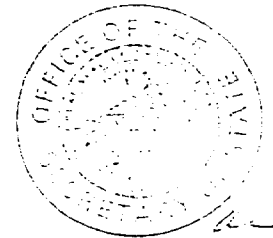
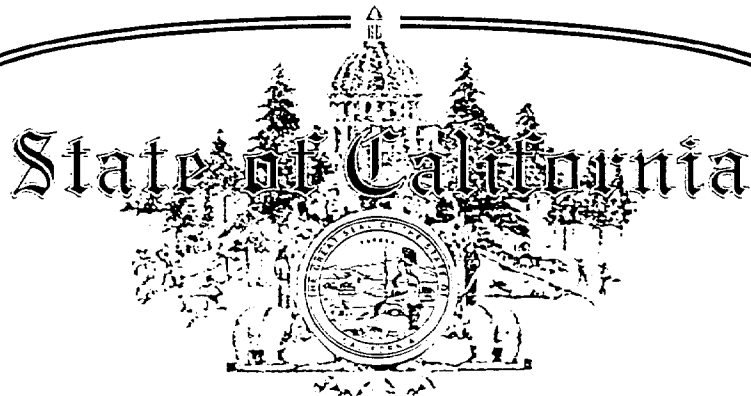
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SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of



DEC 23 1998

Bill Jones


Secretary of State

CERTIFICATE OF OWNERSHIP
NISSAN NORTH AMERICA, INC.

ENDORSED
FILED
In the office of the Secretary of State
of the State of California

DEC 3 1998

California Secretary of State File No. C1883420


BILL JONES, Secretary of State

Minoru Nakamura and Ann M. Jennings certify that:

1. They are the duly elected and acting President and Secretary, respectively, of the above-named corporation, a California corporation ("this Corporation").
2. This Corporation owns 100 percent of the outstanding shares of each class of stock of Nissan Motor Corporation in U.S.A., a California corporation ("NMC").
3. The Board of Directors of this Corporation has duly adopted the following resolutions:

RESOLVED, that this Corporation be merged into NMC, with NMC as the surviving corporation, and that NMC assume all of this Corporation's liabilities pursuant to Section 1110 of the California Corporations Code.

RESOLVED FURTHER, that upon the effectiveness of this merger, the outstanding shares of this Corporation shall be converted into shares of NMC on the following basis: For each one share of outstanding stock of this Corporation, one share of stock of NMC shall be issued.

RESOLVED FURTHER, that Article One of the Articles of Incorporation of Nissan Motor Corporation in U.S.A. be amended to read in its entirety as follows:

"One: The name of this corporation is: Nissan North America, Inc."

RESOLVED FURTHER, that each officer of this Corporation is authorized and directed to take all further action and to execute and deliver all further documents as the officers acting shall determine to be necessary, that determination to be conclusively evidenced by their action in the premises.

4. The Board of Directors of NMC has duly adopted the following resolution:

WHEREAS, it is proposed that Nissan North America, Inc., a California corporation, ("Parent") be merged into Nissan Motor Corporation in U.S.A. ("Subsidiary") and this Board of Directors has reviewed the resolutions of the

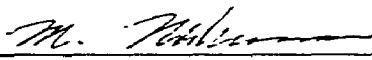
Board of Directors of Parent electing to effect the merger, with this Corporation as the surviving Corporation (the "Merger").

NOW, THEREFORE, IT IS RESOLVED, that the Merger of NNA into this Corporation, hereby is, approved, and that the form, terms and provisions of the proposed Agreement and Plan of Merger, including the provisions for carrying such Merger into effect and the manner and basis of converting shares of capital stock of NNA into shares of Common Stock of this Corporation, be, and they hereby are, approved, and recommended to the sole shareholder of the Corporation for its approval;

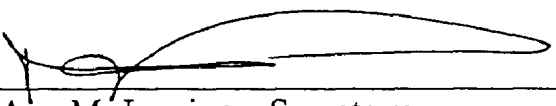
RESOLVED, that this Board of Directors hereby approves the resolutions of the Board of Directors of Parent in its entirety.

5. The principal terms of the resolutions of the Board of Directors of this Corporation electing to effect this merger have been approved by all of the outstanding shares of stock of this Corporation.

Dated: November 23, 1998



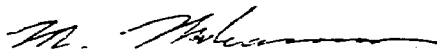
Minoru Nakamura, President



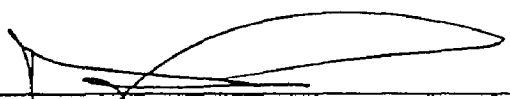
Ann M. Jennings, Secretary

The undersigned, Minoru Nakamura and Ann M. Jennings, the President and Secretary, respectively, of Nissan North America, Inc., a California Corporation, each declares under penalty of perjury under the laws of the State of California that the matters set out in the foregoing Certificate are true of his and her own knowledge.

Executed at Gardena, California on November 23, 1998.



Minoru Nakamura



Ann M. Jennings