

Mar 2/22/99 **TRADI**



To the Honorable Commissioner of Patents and Trademarks

100972498

documents or copy thereof.

1. Name of conveying party(ies):

RTO Operating, Inc.

- Individual(s)
- General Partnership
- Corporation-State of Delaware
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: December 31, 1998

2. Name and address of receiving party(ies):

Name: Rent-Way, Inc. Of Michigan, Inc.

Street Address: One RentWay Place

City: Erie State: PA ZIP: 16505

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State of Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)
Additional name(s) and address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark No.(s) 1,832,944; 1,801,274
2,147,736

Additional Numbers attached? Yes No

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

Name: Michael F. Scalise, Esq.

Hodgson, Russ, Andrews, Woods & Goodyear

Internal Address: Intellectual Property Law Section

Street Address: 1800 One M&T Plaza

City: Buffalo State: NY ZIP: 14203

02/24/1999 DNGUYEN 00000254 1832944

6. Total number of applications and registrations involved: /3/

7. Total fee (37 CFR 3.41)..... \$90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2442

(Attach duplicate copy of this page if paying by deposit account)

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

DO NOT USE THIS SPACE

9. 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.

Michael F. Scalise, Reg. No. 34,920

Name of Person Signing

Michael F. Scalise

Signature

2/17/99

Date

Total number of pages including cover sheet, attachments and document:

4

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

TRADEMARK AND SERVICE MARK ASSIGNMENT

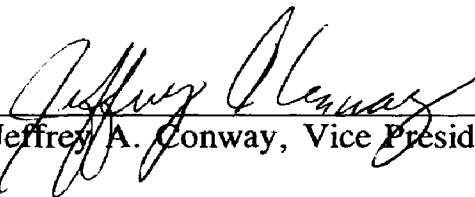
WHEREAS, RTO Operating, Inc., a Delaware corporation as successor by merger to Action TV & Appliance Rental, Inc., having its principal place of business at One RentWay Place, Erie, Pennsylvania 16505, (the "Assignor") has adopted, used, is using and is the owner of the various trademarks and service marks now registered in the United States Patent And Trademark Office and various state offices as set forth in Schedule A attached hereto and hereby made a part hereof; and

WHEREAS, Rent-Way of Michigan, Inc., a Delaware corporation, having its mailing address at One RentWay Place, Erie, Pennsylvania 16505, ("Assignee") is desirous of acquiring said trademarks and service marks and said registrations thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to said trademarks and service marks and said registrations thereof together with the goodwill of the business symbolized by said trademarks and service marks and said registrations thereof.

Signed at Erie, Pennsylvania as of the 31st day of December, 1998.

RTO OPERATING, INC.

By: 
Jeffrey A. Conway, Vice President

SCHEDULE A

Federal Trademarks

<u>TRADEMARK/SERVICE MARK</u>	<u>REGISTRATION NO.</u>	<u>ISSUE DATE</u>
"ACTION" (and sunburst design)	1,832,944	4/26/94
"BRING IT ALL HOME"	1,801,274	10/26/93
"WE DELIVER THE DIFFERENCE"	2,147,736	3/31/98

State Trademarks

Service Marks of "ACTION RENT-TO-OWN" and design are registered in New Mexico and Mississippi.

Service Mark of "ACTION TV AND APPLIANCE RENTAL" is registered in Louisiana, Mississippi and Oklahoma.

Service Marks of "AMIGO RENTALS" and designs are registered in New Mexico, Arizona and Texas.

Service Marks of "Mr. Steve's" are registered in Oklahoma.

Service Mark of "Steve's Rent-To-Own" is registered in Oklahoma.

Service Mark of "ACTION" and sunburst design (Reg. No. 1,832,944) issued 4/26/94 is also registered in Texas and Mississippi.

Service Mark of "BRING IT ALL HOME" (Reg. No. 1,801,274) issued 10/26/93 is also registered in Texas, Louisiana, Oklahoma, New Mexico and Mississippi.