

10-15-1999

JET

U.S. DEPARTMENT OF COMMERCE

Y

Patent and Trademark Office



31-92

Tab settings

101174445

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

1. Name of conveying party(ies): PACCAR AUTOMOTIVE, INC.

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

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

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

Name: Al's and Grand Auto Supply, Inc.

Internal Address: _____

Street Address: 645 East Missouri Avenue, Suite 400

City: Phoenix State: AZ ZIP: 85012

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

*med
10-13-99*

Execution Date: September 17, 1999

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

A. Trademark Application No.(s) **See attached Schedule A**

B. Trademark Registration No.(s) **See attached Schedule A**

Additional numbers attached? Yes No

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

Name: Kristopher E. Ahrend, Esq.

Internal Address: Simpson Thacher & Bartlett

Street Address: 425 Lexington Avenue

City: New York State: New York ZIP: 10017

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41): \$415.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

415E

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

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.

Kristopher E. Ahrend, Esq.

Name of Person Signing

K Ahrend

Signature

10/13/99

Date

10/18/1999 BNGUYEN 00000259 1939055

Total number of pages comprising cover sheet: 5

01 FC:481
02 FC:482

40.00 OP
375.00 OP

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

**TRADEMARK
REEL: 001974 FRAME: 0985**

Schedule A

Al's and Grand Auto Supply, Inc.

Trademarks

<u>Title</u>	<u>Reg. No./App. No.</u>
A WAREHOUSE OF PARTS IN EVERY STORE!	1,939,055
FOREVER WARRANTY	1,920,087
GRAND/AUTO	1,204,315
GRAND CUSTOM	1,223,060
GRAND PRO	1,232,522
MEDALIST	1,891,875
PARTS CONNECTION	1,812,497
PARTWISE	1,795,488
WEATHERGARD	1,463,238
AL'S	75/317,132
AL'S AUTO SUPPLY & Design	75/317,133
GRAND	75/317,134
GRAND & Design	75/317,135
PARTS CONNECTION	75/179,688
ROADWISE	75/387,554
SILVER WHEELS	75/621,679

ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

of

PACCAR AUTOMOTIVE, INC.

FILED
STATE OF WASHINGTON

SEP 17 1999

DALE M. MURPHY
SECRETARY OF STATE

Pursuant to the provisions of 23B.10 of the Washington Business Corporation Act, PACCAR Automotive, Inc. adopts the following Articles of Amendment to the Articles of Incorporation of the Company:

1. The amendment to the Articles of Incorporation of PACCAR Automotive, Inc. adopted by the shareholders on 1999, is as follows:

"RESOLVED, That the Articles of Incorporation of this Corporation are hereby amended by deleting Article I and substituting therefor the following:

Article I

The name of this Corporation shall be
Al's and Grand Auto Supply, Inc."

2. The number of common shares outstanding at the time of such adoption was 1,000 and the number of common shares entitled to vote thereon was 1,000. There were no other classes outstanding and entitled to vote thereon.

3. The number of common shares voted for the Amendment was 1,000 and there were no shares voted against the Amendment.

4. The Amendment does not effect the exchange, reclassification or cancellation of issued shares.

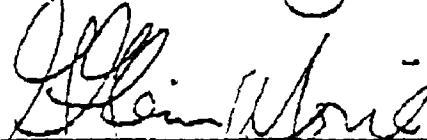
5. The Amendment does not effect the amount of stated capital.

6. The Amendment is adopted pursuant to RCW 23B.10.030 and RCW 23B.10.040.

Dated:



Chairman - Mark C. Pigott



Secretary - G. Glen Morie

Schedule A

Al's and Grand Auto Supply, Inc.

Copyrights

Title

Whatever it takes.

Going the extra mile.