

06-09-2000



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CORR.

4-19-2000

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		Conveyance Type	
<input type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____	<input checked="" type="checkbox"/> Corrective Document Reel # 1652 Frame # 0225	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment Effective Date Month Day Year _____
		<input type="checkbox"/> Merger	
		<input type="checkbox"/> Change of Name	
		<input checked="" type="checkbox"/> Other	Record to correct conveying parties name previously recorded on reel 1652 frame 0225.

Conveying Party Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization

Receiving Party Mark if additional names of receiving parties attached

Name

DBA/AKATA _____

Composed of _____

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization

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.)

08/04/1999 DNGUYEN 00000424 1904340

01 FC:481 40.00 OP

02 FC:482 25.00 OP

FOR OFFICE USE ONLY

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No Spec Fee*

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002052 FRAME: 0181

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,904,340"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,844,321"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.) #

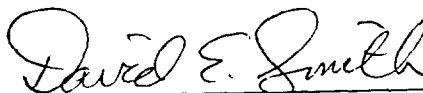
Deposit Account Number: #

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.

David E. Smith, Esquire



August 2, 1999

Name of Person Signing

Signature

Date Signed

FORM PTO-1594
Rev. 6-93

RI 11-12-1997

1 SHEET
U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MP No. 0651-0011 (exp. 4/97)
Tab Settings 11-5-97



100568672

attached original documents or copy thereof.

1. Name of conveying party(ies):

Quality Automotive Company, Inc.
a Delaware corporation

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

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

2. Name and address of receiving party(ies)

Name: Quality Automotive Company, Inc.
(successors in interest to
Internal Address: QUAC Acquisition Corp.)

Street Address: Route 627, Airport Drive
P. O. Box 1426

City: Tappahannock State: VA ZIP: 22560

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State 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) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 29, 1997

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
 1,904,340
 1,844,321

Additional numbers attached? Yes No

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

Name: Donald F. Lynch, III, Esquire

Internal Address: _____

Street Address: McSweeney, Burtch & Crump, P.C.

P. O. Box 1463

City: Richmond State: VA ZIP: 23218

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

B. Deposit account number: _____

(Attach 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.

Donald F. Lynch, III
Name of Person Signing

Donald F. Lynch, III
Signature

Date: 11/3/97

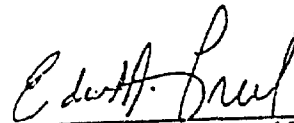
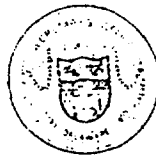
Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

TRADEMARK
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REEL: 1652 FRAME: 0225
REEL: 002052 FRAME: 0183

State of Delaware
Office of the Secretary of State PAGE 1

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 MERGER OF "QUAC ACQUISITION CORP.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 1997, AT 6 O'CLOCK P.M.



Edward J. Freel, Secretary of State

2747161 8100
971293901

AUTHENTICATION: 8634174
DATE: 09-03-97
TRADEMARK
REEL: 1652 FRAME: 0226

TRADEMARK
REEL: 002052 FRAME: 0184

CERTIFICATE OF MERGER

OF

QUALITY AUTOMOTIVE COMPANY
(a Delaware corporation)

INTO

QUAC ACQUISITION CORP.
(a Delaware corporation)

Pursuant to Section 251(c) of
the General Corporation Law

QAC ACQUISITION CORP., a Delaware corporation, desiring to merge QUALITY AUTOMOTIVE COMPANY, a Delaware corporation, pursuant to the provisions of Section 251(c) of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The names and states of incorporation of each constituent corporation are:

<u>Name</u>	<u>State of Incorporation</u>
QUAC ACQUISITION CORP.	Delaware
QUALITY AUTOMOTIVE COMPANY	Delaware

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251(c) of the General Corporation Law.

THIRD: The name of the surviving corporation is QUAC ACQUISITION CORP., a Delaware corporation; provided, however, that the Certificate of Incorporation of QUAC Acquisition Corp.,

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REEL: 1652 FRAME: 0227

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REEL: 002052 FRAME: 0185

relating to the name of QUAC Acquisition Corp., is hereby amended so as to read, upon the effective date of the merger, as follows:

"FIRST: THE NAME OF THE CORPORATION IS:
QUALTRAC AUTOMOTIVE COMPANY"

FIFTH: An executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, Route 637, Airport Drive, P.O. Box 1426, Tappahannock, VA 22560, and a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SIXTH: The effective date of the merger shall be the date of filing.

IN WITNESS WHEREOF, QUAC ACQUISITION CORP. has caused this Certificate of Merger to be executed by its President thereunto duly authorized as of the 29th day of August, 1997.

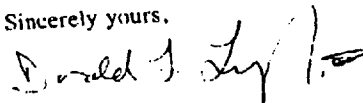
QUAC ACQUISITION CORP.
(a Delaware Corporation)

By: /s/ John K. Kenney
John Kenney, President

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Sincerely yours,



Donald F. Lynch, III

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RECORDED: 11/05/1997

TRADEMARK
REEL: 1652 FRAME: 0228

RECORDED: 04/19/2000

TRADEMARK
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