

5-19-00

Docket No. 1017-9335

FORM PTO-1594 (modified) 1-31-92

06-12-2000

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office



TEET

To the Honorable Commissioner of Patents and Trademarks

101378249

Documents or copy thereof.

1. Name of conveying party(ies): Agency Rent-A-Car, Inc.

Individual Association General Partnership Limited Partnership X Corporation-State of Delaware Other

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

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

Name: National Auto Credit, Inc.

Internal Address: 30000 Aurora Road Solon, Ohio 44139

Street Address: 30000 Aurora Road

City Solon State: Ohio Zip: 44139

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes X No Additional name(s) & address(es) attached? Yes X No

3. Nature of Conveyance:

Assignment Merger Security Agreement X Change of Name Other

Execution Date: August 1, 1994

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,790,731

Additional numbers attached? Yes X No

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

Name: Thomas A. Polcyn

Internal Address: 7733 Forsyth Boulevard, Suite 1400

St. Louis, Missouri 63105

Street Address: 7733 Forsyth Boulevard, Suite 1400

City: St. Louis State: MO ZIP: 63105

6.

Total number of applications and registrations involved: ___

7. Total fee (37 CFR 3.41)\$40.00

X Enclosed

X Authorized to be charged to deposit account (if amount is insufficient)

8. Deposit account number:

18-1829

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

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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.

Thomas A. Polcyn

Name of person signing

Signature

5-17-2000

Date

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

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required

8082.doc

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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 AMENDMENT OF "AGENCY RENT-A-CAR, INC.", CHANGING ITS NAME FROM "AGENCY RENT-A-CAR, INC." TO "NATIONAL AUTO CREDIT, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF AUGUST, A.D. 1994, AT 2:01 O'CLOCK P.M.



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

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0424371

DATE: 05-08-00

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CERTIFICATE OF AMENDMENT
OF
RESTATED ARTICLES OF INCORPORATION

Agency Rent-A-Car, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY;

FIRST: That at a meeting of the Board of Directors of Agency Rent-A-Car, Inc., resolutions were duly adopted setting forth a proposed amendment to the Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Restated Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered one (1) so that, as amended, said Article shall be and read as follows:

"(1) The name of the corporation is National Auto Credit, Inc."

SECOND: That thereafter, pursuant to the resolution of its Board of Directors, an annual meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

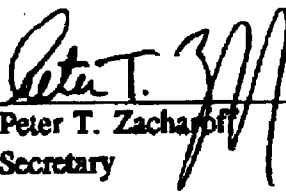
FOURTH: That said amendment shall become effective 12:01 a.m., August 15, 1994.

IN WITNESS WHEREOF, said Agency Rent-A-Car, Inc. has caused this certificate to be signed by Robert J. Bronchetti, its President, and attested by Pete T. Zackaroff, its Secretary, this 15th day of August, 1994.

AGENCY RENT-A-CAR, INC.

By 
Robert J. Bronchetti
President

ATTEST:

By 
Peter T. Zacharoff
Secretary