

09-13-2000



101454852

MRD 8/9/00

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
- Merger
Effective Date
Month Day Year
12 31 99
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Al's and Grand Auto Supply, Inc. Execution Date
Month Day Year
12 31 99

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name CSK Auto, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 645 East Missouri Avenue

Address (line 2) Suite 400

Address (line 3) Phoenix

Arizona

85012

- 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 Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Arizona

09/12/2000 INBUYEN 00000145 75317132

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
300.00 OP

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

EK892163993US
TRADEMARK

REEL: 002133 FRAME: 0515

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)

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.

Glenn Spencer Bacal
Name of Person Signing


Signature Glenn S. Bacal

August 9, 2000
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

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 the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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ARTICLES OF MERGER
MERGING

DOB: 02/17 FILED: - 18753
STATE OF WASHINGTON

AL'S AND GRAND AUTO SUPPLY, INC.
(a Washington corporation)
into
CSK AUTO, INC.
(an Arizona corporation)

FEB 17 2000

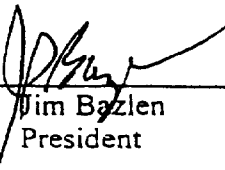
RALPH MUNRO
SECRETARY OF STATE

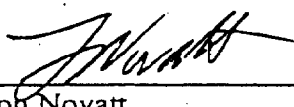
Pursuant to the provisions of Sections 23B.11.070 and 23B.11.050 of the Washington Business Corporation Act (the "Act"), the undersigned, being the duly appointed President and Secretary of CSK Auto, Inc., do hereby certify that:

- The name and place of each constituent entity is as follows:
 - CSK Auto, Inc., an Arizona corporation; and
 - Al's and Grand Auto Supply, Inc., a Washington corporation.
- The name of the surviving corporation is CSK Auto, Inc., a corporation organized and governed by the laws of the State of Arizona ("CSK"). Its address is 645 E. Missouri Avenue, Phoenix Arizona 85012.
- CSK owns 100% of the issued and outstanding capital stock of Al's and Grand Auto Supply, Inc. (the "Disappearing Corporation") and as such, and in accordance with Section 10-1104 of the Business Corporation Act of the State of Arizona and Section 23B.11.040 of the Act, the approval of the shareholders of CSK and the Disappearing Corporation, respectively, is not required.
- A plan of merger, a complete copy of which is set forth in Exhibit A, by which the Disappearing Corporation merges into CSK (the "Plan of Merger") has been duly adopted by the Board of Directors of CSK, the sole shareholder of the Disappearing Corporation. Pursuant to Section 23 B.11.040 of the Act, approval of the Plan of Merger by the board of directors of the Disappearing Corporation is not required.
- CSK, acting in its capacity as sole shareholder of the Disappearing Corporation has waived its right to receive by mail a copy of the Plan of Merger.
- The merger of the Disappearing corporation into CSK shall be effective 11:59 p.m. Phoenix, Arizona time on December 31, 1999.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of December 31, 1999.

CSK AUTO, INC., an Arizona corporation

By: 
Name: Jim Bazlen
Title: President

By: 
Name: Lon Novatt
Title: Secretary