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U.S. Patent & TMO/TM Mail Rcpt Dt. #11

Docket No.: 70444.006

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06-30-99

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U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

10-16-00

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

To: Commissioner of Patents and Trademarks. Please record the attached original document(s) or copy(ies) thereof.

Submission Type:

- New

Conveyance Type:

- Change of Name-Conversion/Reorganization

Conveying Party/Parties:

Execution Date: 11 2 1999  
Month Day Year

Name: PNA Acquisition, Inc.

- Corporation

Citizenship/State of Incorporation/Organization: DELAWARE

- No further conveying parties are involved.

Receiving Party/Parties:

Name: Parts Now! LLC

Address: 3517 W. Bellline Hwy., Madison, WI 53713

- Corporation

Citizenship/State of Incorporation/Organization: DELAWARE

Application or trademark number(s):

A. Trademark Application No.(s):  
(Include filing date)

B. Registration No.(s)  
(Include issue date)

- 2,008,696, issued October 15, 1996
- 2,048,442, issued March 25, 1997
- 2,149,494, issued April 7, 1998
- 2,149,495, issued April 7, 1998
- 2,187,477, issued September 8, 1998
- 2,189,115, issued September 15, 1998
- 2,189,116, issued September 15, 1998
- 2,189,117, issued September 15, 1998
- 2,235,165, issued March 23, 1999
- 2,254,188, issued June 15, 1999

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

Craig A. Fieschko  
Intellectual Property Department  
DEWITT ROSS & STEVENS S.C.  
Firstar Financial Centre  
8000 Excelsior Drive, Suite 401  
Madison, WI 53717-1914

Total number of application and trademarks involved: 10

Total fee (37 CFR 3.41). . . . . \$ 265.00

- Check enclosed
- The Commissioner is authorized to charge or credit deposit account 18-2055 in the event of deficiency or overpayment

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.

Craig A. Fieschko, Reg. No. 39, 668  
Name of Person Signing

*Craig A. Fieschko*  
Signature

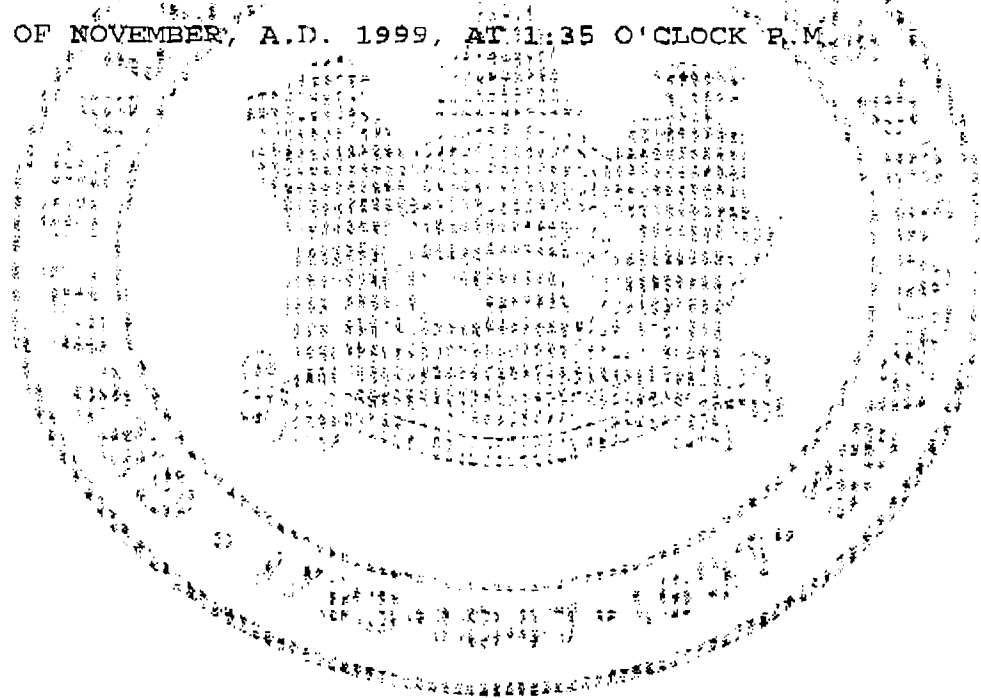
13 25 2000  
Date

Total number of pages including cover sheet: 7

*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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION TO A DELAWARE LIMITED LIABILITY COMPANY OF "PNA ACQUISITION, INC." CHANGING ITS NAME FROM "PNA ACQUISITION, INC." TO "PARTS NOW" LLC." FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 1999, AT 1:35 O'CLOCK P.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

3104031 8100V

991464862

AUTHENTICATION: 0059283

DATE: 11-02-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 01:35 PM 11/02/1999  
991464862 - 3104031

**CERTIFICATE OF CONVERSION  
FROM A DOMESTIC CORPORATION  
TO A  
LIMITED LIABILITY COMPANY**

.....  
*In accordance with the provisions of §266 of the  
General Corporation Law of the State of Delaware*  
.....

PNA Acquisition, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), desiring to convert into a domestic limited liability company, pursuant to the provisions of §266 of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

**FIRST:** The Corporation filed its original Certificate of Incorporation with the Delaware Secretary of State on September 29, 1999 (the "Certificate of Incorporation") under the name of PNA Acquisition, Inc.

**SECOND:** The name of the limited liability company into which the Corporation shall be converted is "Parts Now! LLC".

**THIRD:** The Board of Directors of the Corporation, pursuant to unanimous written consent, adopted resolutions authorizing the Corporation to convert into a limited liability company.

**FOURTH:** In accordance with §228 and §266 of the General Corporation Law of the State of Delaware, the Certificate of Conversion was duly approved and adopted pursuant to a written consent signed by all holders of at least a majority of the issued and outstanding shares of stock entitled to vote thereon of the Corporation.

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IN WITNESS WHEREOF, the undersigned on behalf of the Corporation for the purpose of converting the Corporation pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true, and accordingly has heretofore signed this Certificate of Conversion this 2nd day of November, 1999.

PNA Acquisition, Inc.,  
a Delaware corporation

By: Dan Olszewski  
Name: Dan Olszewski  
Title: President

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