



TO THE ASSISTANT COMMISSIONER OF PATENTS AT

ginal documents or copy thereof.

101620675

1. Name of conveying party(ies): (If multiple assignors, list numerically)

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

A.I.N., Inc.

Name: A.I.N. Corporation

Internal Address:

Street Address: 18872 MacArthur Blvd., 2nd Floor

City: Irvine State: CA ZIP: 92612-1400

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - California
- Other:

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - California
- Other:

2.16.01

Additional name(s) of conveying party(ies) attached?

- Yes
- No

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) and address(es) attached?

- Yes
- No

3. Nature of conveyance:

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

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

a. Trademark Application No(s):

b. Trademark Registration No(s):

2,007,468

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) April 16, 1997

Additional numbers attached? Yes No

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

Name: Steven J. Nataupsky
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995

Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: CA ZIP: 92660
Attorney's Docket No.: CARSMRT.004T

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved:

1

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.

Steven J. Nataupsky
Name of Person Signing

Signature

February 13, 2001
Date

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

02/26/2001 6TOM11 00000013 2007468

01 FC:481 40.00 DP
H:\DOCS\MLDB\MLDB-4122.DOC\011901

State of California

A490812

SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

APR 18 1997



Secretary of State

Reg. No.: 2,007,468
Mark: CARSMART

Certificate of Amendment

of

Articles of Incorporation of

A.I.N., Inc.

**ENDORSED
FILED**

In the office of the Secretary of State
of the State of California

APR 17 1997

Bill Jones
BILL JONES, Secretary of State

Michael J. Gorun certifies that:

1. He is, respectively, both the President and the Secretary of A.I.N., Inc., a California corporation. He is the corporation's sole officer.

2. Article I of the Corporation's Articles of Incorporation is amended to read as follows:

The name of this corporation is:

A.I.N. Corporation

3. The foregoing amendment of the Articles of Incorporation has been duly adopted by the Board of Directors and approved by the required vote of the shareholders in accordance with Section 902 of the Corporations Code. The corporation has only one class of shares and the number of outstanding shares is 5,000. The corporation's sole Shareholder voted all his shares in favor of the amendment.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

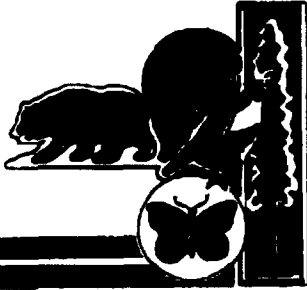
Dated: April 16, 1997

Michael J. Gorun

President
Michael J. Gorun

Secretary

1722330



State of California
OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

MAR 26 1993



March Fong Eu

Secretary of State

Reg. No.: 2,007,468
Mark: CARSMART



1722390

ARTICLES OF INCORPORATION

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

OF

MAR 2 5 1993

A.I.N., INC.

I

MARCH FONG EU, Secretary of State

The name of this corporation is A.I.N., INC.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the state of California of this corporation's initial agent for service of process is Michael J. Gorun, 2723 Crow Canyon Road, Suite 100, San Ramon, CA 94583.

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000.

V

The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.


VI

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its shareholders through bylaw provisions or through agreements with the agents or both, in excess of the indemnification otherwise permitted by Section 317 of the Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the Corporations Code.

Dated: March 18, 1993


Michael J. Gorun, Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.


Michael J. Gorun, Incorporator

303176

Reg. No.: 2,007,468
Mark: CARSMART