

04-24-2001



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RECORDATION FORM COVER SHEET  
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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  
Effective Date  
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

2435174

- 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)

- Individual
- General Partnership
- Limited Partnership

Corporation  Association

Other

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.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

04/24/2001 10:00:00 00000145 2435174

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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: 002278 FRAME: 0215

**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:  
Deposit Account

\* Enclosed  Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

\* Snell & Wilmer  
check no. 284356

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.

Shahpar Shahpar

April 2, 2001

Name of Person Signing

Signature

Date Signed

AZ. CORP. COMMISSION

DELIVERED

0851100-3

DEC 15 2000

FILED BY RATIB NASIC  
TERM \_\_\_\_\_  
DATE 12-15-00

EFF. DATE: January 1, 2001

**ARTICLES OF AMENDMENT AND MERGER**

**OF**

**RENTAL SERVICE CORPORATION (F-0761947-8)**

**AND**

**PRIME SERVICE, INC.(F-0821983-9)**

**MERGING INTO**

**RENTAL SERVICE CORPORATION USA, INC.(0851100-3)-SURVIVOR**  
**( Change name to: RENTAL SERVICE CORPORATION )**

ARTICLES OF AMENDMENT AND MERGER  
 OF  
 RENTAL SERVICE CORPORATION  
 a Delaware Corporation  
 and  
 PRIME SERVICE, INC.  
 a Delaware Corporation  
 into  
 RENTAL SERVICE CORPORATION USA, INC.  
 an Arizona Corporation

The undersigned corporations adopt the following Articles of Amendment and Merger for the purpose of merging Rental Service Corporation, a Delaware corporation, and Prime Service, Inc., a Delaware Corporation (each a "Merging Corporation" and together, the "Merging Corporations"), into Rental Service Corporation USA, Inc., an Arizona corporation ("Surviving Corporation"). The Merging Corporations and the Surviving Corporation shall hereinafter be referred to collectively as the "Constituent Corporations."

FIRST: The merger shall be effected pursuant to the terms of the Plan and Agreement of Merger (the "Plan of Merger") attached hereto as Exhibit A.

SECOND: The names of the Constituent Corporations and their respective jurisdictions of incorporation are:

<u>Name of Corporation</u>	<u>Jurisdiction of Incorporation</u>
Rental Service Corporation	Delaware
Prime Service, Inc.	Delaware
Rental Service Corporation USA, Inc.	Arizona

THIRD: The name and address of the known place of business of the Surviving Corporation is Rental Service Corporation USA, Inc., 6929 East Greenway Parkway, #200, Scottsdale, AZ 85254. The name and address of the statutory agent of the Surviving Corporation is CT Corporation System 3225 North Central Avenue, Phoenix, AZ 85012.

FOURTH: Article First of the Articles of Incorporation of the Surviving Corporation is amended to read as follows:

"The name of the corporation is Rental Service Corporation."

FIFTH: As to each Constituent Corporation, the designation and the number of shares outstanding and entitled to vote on the Plan of Merger are as follows:

Name of Corporation	Designation of Each Class or Series of Shares	Number of Shares Outstanding in Each Class or Series	Number of Shares Entitled to Vote in Each Class or Series
Rental Service Corporation	Common Stock	1,000	1,000
Prime Service, Inc.	Common Stock	100	100
Rental Service Corporation USA, Inc.	Common Stock	1,000	1,000

SIXTH: As to each Constituent Corporation, the total number of shares voted for and against the Plan of Merger are as follows:

Name of Corporation	Designation of Each Class or Series of Shares	Total Voted in Each Class or Series For	Total Voted in Each Class or Series Against
Rental Service Corporation	Common Stock	1,000	0
Prime Service, Inc.	Common Stock	100	0
Rental Service Corporation USA, Inc.	Common Stock	1,000	0

SEVENTH: As to each Constituent Corporation, the number of votes cast for the Plan of Merger by each class or series of shares entitled to vote thereon was sufficient for approval by that class or series.

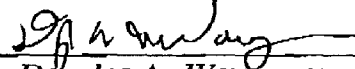
EIGHTH: The Merger is permitted by the law of the states under whose law each of the Merging Corporations is incorporated, and each of the Merging Corporations has complied with that law in effecting the Merger.

NINTH: The Merger will be effective as of 12:01 a.m. mountain standard time, January 1, 2001.

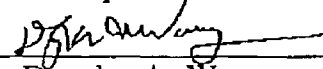
**REMAINDER OF PAGE INTENTIONALLY LEFT BLANK**

IN WITNESS WHEREOF, the parties to the merger have caused these Articles of Amendment Merger to be executed in their respective corporate names by their duly authorized officers as of December 15, 2000.

RENTAL SERVICE CORPORATION USA, INC., an Arizona corporation

By:   
Name: Douglas A. Waugaman  
Its: President

RENTAL SERVICE CORPORATION, a Delaware corporation

By:   
Name: Douglas A. Waugaman  
Its: President

PRIME SERVICE, INC., a Delaware corporation

By:   
Name: Thomas Bennett  
Its: Chief Executive Officer

919065.4

3

2. Effective Date of the Merger. The merger will be effective at 12:00 p.m. mountain standard time, January 1, 2001 (the "Effective Date").

3. Articles of Incorporation. From and after the Effective Date, the Articles of Incorporation of Surviving Corporation, as amended herein shall be the Articles of Incorporation of Surviving Corporation, until altered, amended, or repealed in accordance with the laws of the State of Arizona.

Article First of the Articles of Incorporation is amended to read as follows:

915065.4

"The name of the corporation is Rental Service Corporation."

4. Bylaws. From and after the Effective Date, the Bylaws of Surviving Corporation, as amended herein, shall be the Bylaws of the Surviving Corporation, until altered, amended, or repealed according to the provisions thereof and applicable law.

The first sentence of Section 4.02 of the Bylaws is amended in its entirety to read as follows:

"Unless otherwise provided in the Articles of Incorporation, the authorized number of directors shall be not less than one (1) nor more than nine (9)."

5. Conversion of Stock of Merging Corporations. At the Effective Date, by virtue of the Merger, the issued and outstanding shares of common stock of each of the Merging Corporations shall not be converted in any manner, but each share which is issued as of the Effective Date shall be surrendered and extinguished.

6. Further Assurances. If at any time after the Effective Date, the Surviving Corporation deems it necessary or advisable that any further assignments or assurances in law are required to vest, perfect, or confirm, of record or otherwise, in the Surviving Corporation, title to, and possession of, any property or right of the Merging Corporations acquired or to be acquired as a result of the Merger, the Surviving Corporation and its proper officers and directors shall execute and deliver any deed, assignment, or other document and take any such other action as may be required and such proper officers and directors are fully authorized in the name and on behalf of the Merging Corporations or otherwise to take any and all such action.

7. Termination. This Plan of Merger may be terminated and the Merger may be abandoned by mutual consent of the respective Boards of Directors of the Constituent Corporations at any time prior to the Effective Date.

8. Amendment. This Plan of Merger may be amended by the parties hereto by action taken or authorized by their respective Boards of Directors at any time before or after approval of the matters presented in connection with the Merger by the shareholders of the Constituent Corporations. This Plan of Merger may not be amended except by an instrument in writing signed on behalf of all of the parties hereto.

9. Headings. The headings in this Plan of Merger are inserted for convenience only and shall not constitute a part hereof.



STATE OF ARIZONA  
CORPORATION COMMISSION

I hereby certify this to be a true  
and complete copy of the document filed  
in this office and admitted to record in  
File No. 08511003

  
Executive Secretary

Dated: 1-2-2001 By Letitia Hancock



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PHOENIX, ARIZONA

TUCSON, ARIZONA

IRVINE, CALIFORNIA

SALT LAKE CITY, UTAH

DENVER, COLORADO

April 2, 2001

Box ASSIGNMENTS  
Director—U.S. Patent and Trademark Office  
Washington, D.C. 20231

Via First-Class Mail

Re: **Rental Service Corporation** — Submission for Recordation of Articles of  
Amendment and Merger affecting title to two U.S. trademark properties

<i>Mark</i>	<i>Reg. No.</i>	<i>Our Docket No.</i>
1-888-RENT RSC	2,435,179	29364.1300
1-888-RENT RSC & Design	2,435,174	29364.1400

Honorable Director:

I am enclosing herewith a "Recordation Form Cover Sheet — Trademarks Only" with respect to the attached Articles of Amendment and Merger affecting title to the captioned trademark properties formerly in the name of Rental Service Corporation USA, Inc., an Arizona corporation. Also enclosed is Snell & Wilmer's check no. 284356 in the amount of \$65.00 to cover the required recordation fee for two trademark properties. Please record the enclosed document, and return it to me with a Notice of Recordation.

We look forward to receiving the Notice of Recordation. Please feel free to contact the undersigned with any questions you may have with respect to this matter.

Respectfully submitted,

SNELL & WILMER

  
Shahpar Shahpar

Enclosures

## CERTIFICATE OF MAILING PURSUANT TO 37 C.F.R. §1.8

I hereby certify that the above correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to Director—U.S. Patent and Trademark Office, Box ASSIGNMENTS, Washington, D.C. 20231, on:

Date: April 2, 2001

By 