

12-17-2001

12-17-01

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

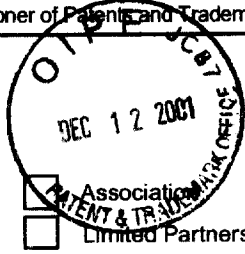
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Bridgestone/Firestone, Inc.

- Individual(s)
General Partnership
Corporation-State
Other



2. Name and address of receiving party(ies)

Name: Bridgestone/Firestone North American Tire, LLC

Internal

Address:

Street Address: 50 Century Boulevard

City: Nashville State: TN Zip: 37214

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Limited Liability Company - State

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) & address(es) attached? Yes No

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

3. Nature of conveyance:

- Assignment
Security Agreement
Other
Merger
Change of Name

Execution Date: November 29, 2001

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

A. Trademark Application No.(s) See Attached

B. Trademark Registration No.(s) See Attached

Additional number(s) attached Yes No

278257

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

Name: John H. Hornickel

Internal Address: Bridgestone/Firestone Americas Holding, Inc.

Street Address: 1200 Firestone Parkway

City: Akron State: OH Zip: 44317-0001

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41) \$ 190.00

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

06-0925

DO NOT USE THIS SPACE

9. Signature.

John H. Hornickel Name of Person Signing

Signature

10 DECEMBER 2001 Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

12/14/2001 RHHED1 00000085 060925 278257

01 FC:481 40.00 CH
02 FC:482 150.00 CH

ACKNOWLEDGEMENT OF MERGER
OF
BRIDGESTONE/FIRESTONE, INC.
INTO
BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC.

Page 1

278,257
1,321,921
2,243,020
2,246,381
2,265,442

2,267,674

75317646

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BRIDGESTONE/FIRESTONE, INC.", A OHIO CORPORATION,
WITH AND INTO "BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC" UNDER THE NAME OF "BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2001, AT 2 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2001, AT 5 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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010605929

AUTHENTICATION: 1471533

DATE: 11-29-01

TRADEMARK
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ACKNOWLEDGEMENT OF MERGER
OF
BRIDGESTONE/FIRESTONE, INC.
INTO
BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC.

WHEREAS, Bridgestone/Firestone, Inc., a corporation organized and existing under and by virtue of the laws of the State of Ohio, having an address of 50 Century Boulevard, Nashville, Tennessee 37214, has been merged into Bridgestone/Firestone North American Tire, LLC a limited liability company organized and existing under the laws of State of Delaware as evidenced by the Certified Copy of the Certificate of Merger attached hereto as Exhibit A;

WHEREAS, Bridgestone/Firestone North American Tire, LLC desires to record the Certification of Conversion for its marks which are

Registered in the United States Patent and Trademark Office, whose registration numbers and registration dates are set out in Exhibit B, "Registrations", attached hereto; and

Pending as applications for registration in the United States Patent and Trademark Office, whose serial numbers and filing dates are set out in Exhibit C, "Applications", attached hereto.

NOW, THEREFORE, Bridgestone/Firestone North American Tire, LLC is successor to Bridgestone/Firestone, Inc. of all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the identified Registrations and Applications thereof.

Submitted for Recordation by

BRIDGESTONE/FIRESTONE NORTH
AMERICAN TIRE, LLC.

By: John H. Hurd
Name: John H. Hurd
Title: Assistant Secretary

29 November 2001

5:00 PM

CERTIFICATE OF MERGER

OF

BRIDGESTONE/FIRESTONE, INC.
(an Ohio corporation)

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:00 PM 11/29/2001
010605929 - 3432780

INTO

BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC
(a Delaware limited liability company)

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, as amended:

1. **Names and States of Organization of Constituent Entities.** Bridgestone/Firestone, Inc., a corporation incorporated under the laws of the State of Ohio ("BFS"), will be merged ("Merger") with and into Bridgestone/Firestone North American Tire, LLC, a limited liability company formed under the laws of the State of Delaware ("BFNT" and, together with BFS, "Constituent Entities"), at the Effective Time (as defined in paragraph 4 below);
2. **Approval and Execution of Agreement of Merger.** An agreement of merger regarding the Merger ("Agreement of Merger") (a) has been duly approved by the board of directors of BFS and the board of managers of BFNT and by the sole shareholder of BFS and the sole member of BFNT and (b) has been duly executed by each of the Constituent Entities;
3. **Name of Surviving Entity.** The surviving entity of the Merger will be BFNT ("Surviving Entity"), and its name is "Bridgestone/Firestone North American Tire, LLC";
4. **Effective Time of Merger.** The Merger will become effective at 5:00 pm (Eastern Standard Time) on November 29, 2001 ("Effective Time");
5. **Place of Business of Surviving Entity Where Agreement of Merger Is on File.** The Agreement of Merger is on file at the offices of the Surviving Entity at One Bridgestone Park, Nashville, Tennessee 37214; and
6. **Copies of Agreement of Merger Furnished upon Request.** A copy of the Agreement of Merger will be furnished to any member of the Surviving Entity or any shareholder of BFS, without cost, upon request addressed to Bridgestone/Firestone North American Tire, LLC, One Bridgestone Park, Nashville, Tennessee 37214, Attention: Secretary.

IN WITNESS WHEREOF, each of the Constituent Entities has caused this certificate to be executed on its behalf by its duly authorized officer this 29th day of November 2001.

BRIDGESTONE/FIRESTONE, INC.

By: 
John T. Lampo
Chairman, CEO and President

**BRIDGESTONE/FIRESTONE NORTH
AMERICAN TIRE, LLC**

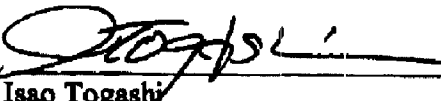
By: 
Isao Togashi
Vice Chairman and
President

EXHIBIT B -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
FS590 PLUS	2,265,442	7/27/1999	VEHICLE TIRES
PEERLESS	278,257	12/9/1930	Vehicle tires
PEERLESS	1,321,921	2/26/1985	Batteries, Clothing
POLARIS	2,243,020	5/4/1999	Tires for automobiles and trucks
POLARIS R3000	2,246,381	5/18/1999	Tires for automobiles and trucks.
TIRESTARZ	2,267,674	8/3/1999	Retail tire store services.

EXHIBIT C -- APPLICATION

Mark	App. No:	App. Date	Goods
SPORT-RITE	75/317,646	7/1/1997	Air helper springs for vehicles.