

12-20-2001



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Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

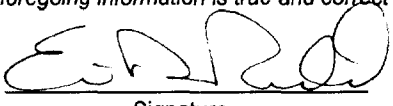
<p>1. Name of conveying party(ies): Countrywide Industries, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <i>12-12-01</i></p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State (Minnesota)</p> <p><input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: Countrywide Tire and Rubber, Inc.</p> <p>Internal Address: Suite 100</p> <p>Street Address: 17200 Medina Road</p> <p>City: Plymouth State: MN Zip: 55447</p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____</p> <p><input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation-State Minnesota</p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: April 10, 2000</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p>1183665</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Eric D. Paulsrud, Esq.</p> <p>Internal Address: Leonard, Street and Deinard Suite 2300</p> <p>Street Address: 150 South Fifth Street</p> <p>City: Minneapolis State: MN Zip: 55402</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00</p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Eric D. Paulsrud, Esq.  Dec. 12, 2001

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 1

12/19/2001 DBYRME 00000196 1183665
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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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2T-756

**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
COUNTRYWIDE INDUSTRIES, INC.**

Robert F. Stone, Chief Executive Officer of Countrywide Industries, Inc. (f/k/a Countrywide Rubber, Inc.), does hereby certify that, on the 10 day of April, 2000, the following resolutions were duly adopted by the shareholders of the corporation:

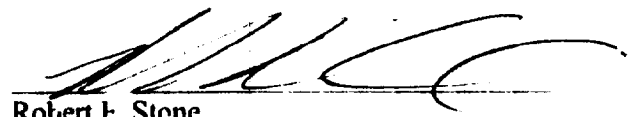
RESOLVED, that this corporation amends Article I of its Articles of Incorporation to read as follows:

ARTICLE I

The name of this corporation is Countrywide Tire and Rubber, Inc.

RESOLVED, FURTHER, that the Chief Executive Officer of this corporation be, and hereby is authorized and directed to execute such documents and to take such further actions as may be necessary to carry out the foregoing resolution.

IN WITNESS WHEREOF, this Certificate has been executed this 10th day of April, 2000.



Robert F. Stone,
Chief Executive Officer

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR 11 2000

Mary Hoffmann
Secretary of State

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