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

Tab settings

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

1. Name of conveying party(ies):
 IMPERIAL PARKING LIMITED

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - CANADA
 Other

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies)
 Name: IMPERIAL PARKING CANADA CORPORATION
 Internal Address:
 Street Address: The Station, Suite 300
 601 West Cordova Street
 City: Vancouver State: British Columbia, Canada ZIP: V6B 1G1

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - CANADA

Other
 If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 27, 2000

4. Application Number(s) or Registration Number(s).
 A. Trademark Application No(s):

B. Trademark Registration No(s): 1,568,729

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Paul W. Vapnek
 TOWNSEND AND TOWNSEND AND CREW LLP
 Two Embarcadero Center, 8th Floor
 San Francisco, California 94111-3834
 (415) 576-0200

12/31/2001 6TON11 00000235 201430 1568729
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6. Total number of applications and registrations involved 1

7. Total fee (37 CFR 3.41): \$40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 20-1430

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
 To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Paul W. Vapnek *Paul W. Vapnek* December 18, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 3

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



Nova Scotia

CERTIFICATE OF AMALGAMATION

Companies Act

Registry Number

3042030

I hereby certify that

3006302 NOVA SCOTIA COMPANY

3006714 NOVA SCOTIA COMPANY

IMPERIAL PARKING LIMITED/STATIONNEMENT IMPERIAL LTEE

IMPARK SERVICES LIMITED

having entered into an amalgamation subsequently approved by Order of the Supreme Court of Nova Scotia, have amalgamated and the name of the amalgamated company is:

IMPERIAL PARKING CANADA CORPORATION/SOCIÉTÉ CANADIENNE DE STATIONNEMENT IMPERIAL

and the amalgamation is approved by the Registrar of Joint Stock Companies effective this date and the liability of the members is unlimited.

A handwritten signature in black ink, appearing to read "C. [unclear]".

Registrar of Joint Stock Companies

March 27, 2000

Date of Amalgamation

Designation of Domestic Representative

Registrant hereby appoints Paul W. Vapnek and each member of TOWNSEND and TOWNSEND and CREW LLP, Two Embarcadero Center, 8th Floor, San Francisco, California 94111, as its representative upon whom notice or process in proceedings affecting this registration may be served.

Correspondence Address

Please direct any communications pertaining to this Declaration to:

Paul W. Vapnek
Townsend and Townsend and Crew LLP
Two Embarcadero Center, 8th Floor
San Francisco, CA 94111-3834
Phone: 415-576-0200
Fax: 415-576-0300

IMPERIAL PARKING CANADA CORPORATION

Dated: December 12, 2001

By: 

Name: Todd Croll

Title: General Counsel and Assistant Secretary