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Tab settings

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

102118932

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

1. Name of conveying party(ies):
AAP Acquisition Corp.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

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

2. Name and address of receiving party(ies)
Name: Aaron's Automotive Products, Inc
Internal
Address: _____
Street Address: 2600 North Westgate Avenue
City: Springfield State: CA Zip: 65803

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Missouri
 Other _____

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

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

Execution Date: September 29, 1994

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2,232,536

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Jill M. Pietrini, Esq.
Name: _____
Internal Address: _____
Manatt, Phelps & Phillips, LLP
11355 W. Olympic Blvd.
Street Address: _____
City: Los Angeles State: CA Zip: 90064

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
DA 131 241

(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 information is true and correct and any attached copy is a true copy of the original document.
Jill M. Pietrini
Name of Person Signing

Signature

6/4/02
Date

Total number of pages including cover sheet, attachments, and document: 8

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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TRADEMARK
REEL: 002523 FRAME: 0516

STATE OF MISSOURI



Richard A. Hanson

SECRETARY OF STATE
CORPORATION DIVISION

CERTIFICATE OF MERGER
FOREIGN CORPORATION SURVIVING

WHEREAS, Articles of Merger of the following corporations:

Name of Corporations AARON'S AUTOMOTIVE PRODUCTS, INC. (#00133501)

INTO:

AAP ACQUISITION CORP. (#F00396198)

Organized and Existing Under Laws of Missouri Delaware
have been received, found to conform to law, and filed.

NOW, THEREFORE, I, RICHARD A. HANSON, Secretary of State of the
State of Missouri, issue this Certificate of Merger, certifying to
the foregoing and certifying that the merger of the aforementioned
corporations with AAP ACQUISITION CORP. (#F00396198)

as the surviving corporation, shall be effective on the date on
which the same becomes effective in the State of Delaware,
Delaware, effective date: September 30 1994.

The name subsequently changed to:
AARON'S AUTOMOTIVE PRODUCTS, INC.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
14th DAY OF October, 1994.

Richard A. Hanson
Secretary of State



\$30.00



State of Missouri
Judith K. Moriarty, Secretary of State
P.O. Box 778, Jefferson City, Mo. 65102

Corporation Division
FILED AND CERTIFICATE
ISSUED

Articles of Merger

(Section 351.447, RSMo)
(To be submitted in duplicate)

OCT 14 1994

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

- (1) That AAP Acquisition Corp. of Delaware
(2) That Aaron's Automotive Products, Inc. of Missouri
(3) That ----- of -----

are hereby merged and that the above named AAP Acquisition Corp. is the surviving corporation.

- (4) That the Board of Directors of AAP Acquisition Corp.
and by resolution adopted by a majority vote of the members of such board approved the Plan of Merger set forth in these articles adopted resolutions by Unanimous Written Consent on September 29, 1994 approving the Plan of Merger set forth in these articles.

- (5) That the Board of Directors of Aaron's Automotive Products, Inc.
and by resolution adopted by a majority vote of the members of such board approved the Plan of Merger set forth in these articles adopted resolutions by Unanimous Written Consent on September 29, 1994 approving the Plan of Merger set forth in these articles.

- (6) That the Board of Directors of ----- met on ----- and by resolution adopted by a majority vote of the members of such board approved the Plan of Merger set forth in these articles.

(7) That this Plan of Merger has been adopted pursuant to Section 351.447, RSMo.

- (8) That the resolution of the Board of Directors of the parent corporation, AAP Acquisition Corp., approving the Plan of Merger is as follows:

See attached Exhibit A.

- (9) That the parent corporation, AAP Acquisition Corp. is in compliance with the 90 percent ownership requirement of Section 351.447, RSMo, and will maintain at least 90 percent ownership of each of the other corporations, party to the merger, until the issuance of the Certificate of Merger by the Secretary of State of the State of Missouri.

(10) PLAN OF MERGER

- 1. AAP Acquisition Corp. of Delaware is the survivor.

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations as of the day and year hereafter acknowledged.

Corporate Seal

AAP ACQUISITION CORP.

(Name of Corporation)

By William A. Smith
(Its President or Vice President)
William A. Smith, President

ATTEST:

By Mark C. Hardy
Its Secretary or Assistant Secretary
Mark C. Hardy, Assistant Secretary

Corporate Seal

AARON'S AUTOMOTIVE PRODUCTS, INC.

(Name of Corporation)

By James R. Webb
(Its President or Vice President)
James R. Webb, President

ATTEST:

By Mark C. Hardy
Its Secretary or Assistant Secretary
Mark C. Hardy, Assistant Secretary

Corporate Seal

(Name of Corporation)

By _____
(Its President or Vice President)

ATTEST:

By _____
Its Secretary or Assistant Secretary

State of California
County of Los Angeles } ss.

On this 11th day of October in the year 19 94, before me
Jeane Richard Notary Public in and for said state, personally
appeared William A. Smith, President (Title)

AAP Acquisition Corp. known to me to be the person who executed the within Articles
(Name of Corporation)
of Merger in behalf of said corporation and acknowledged to me that he executed the same for the purposes therein
stated.



Jeane Richard
Notary Public
My commission expires March 6, 1998

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
OF
AAP ACQUISITION CORP.
a Delaware corporation**

The undersigned, being all of the directors of AAP Acquisition Corp., a Delaware corporation (this "Corporation"), take the following actions by written consent pursuant to Section 141(f) of the General Corporation Law of the State of Delaware (the "Law"):

**MERGER OF AARON'S AUTOMOTIVE PRODUCTS, INC.
WITH AND INTO THE CORPORATION**

WHEREAS, it has been proposed, and it is in the best interest of the Corporation, that Aaron's Automotive Products, Inc., a Missouri corporation and a wholly-owned subsidiary of the Corporation ("Subsidiary"), be merged with and into the Corporation, with the Corporation being the surviving corporation; and

WHEREAS, in connection with the merger of Subsidiary into the Corporation, it is in the best interest of the Corporation to change its name to "Aaron's Automotive Products, Inc." in accordance with Section 253(b) of the Law;

NOW, THEREFORE, BE IT RESOLVED, that the merger (the "Merger") of Subsidiary with and into the Corporation, with the Corporation being the surviving corporation, be, and it hereby is, approved and adopted;

RESOLVED FURTHER, that change of the Corporation's name to "Aaron's Automotive Products, Inc." be, and such name change hereby is, approved and adopted; and

RESOLVED FURTHER, that the officers of this Corporation be, and each of them acting alone hereby is, authorized to execute, deliver and file, on behalf of the Corporation and in its name, (i) a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware in accordance with Section 253 of the Law, (ii) Articles of Merger with the Secretary of State of the State of Missouri and (iii) any other agreement or document required to be executed, delivered or filed with any governmental body or agency in connection with the Merger;

RESOLVED FURTHER, that the officers of this Corporation be, and each of them hereby is, authorized and directed to execute all documents and to take such action as

they may deem necessary or advisable in order to carry out the purposes of these resolutions.

IN WITNESS WHEREOF, the undersigned have executed this Action by Unanimous Written Consent as of the 29 day of September, 1994.


Richard R. Crowell


Richard K. Roeder

William A. Smith

SEP. 30. 1994 1:57PM P14

FROM : AARONS AUTOMOTIVE

SEP 30 '94 10:59AM

P.14

they may deem necessary or advisable in order to carry out the purposes of these resolutions.

IN WITNESS WHEREOF, the undersigned have executed this Action by Unanimous Written Consent as of the ___ day of september, 1994.

Richard R. Crowell

Richard K. Roder

William A. Smith
William A. Smith

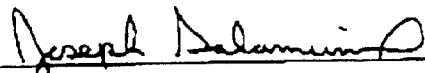
CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE
AND OF REGISTERED AGENT

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is

Aaron's Automotive Products, Inc.
2. The registered office of the Corporation within the State of Delaware is hereby changed to 9 East Loockerman Street, City of Dover 19901, County of Kent.
3. The registered agent of the Corporation within the State of Delaware is hereby changed to National Registered Agents, Inc., the business office of which is identical with the registered office of the corporation as hereby changed.
4. The Corporation has authorized the changes hereinbefore set forth by resolution of its Board of Directors.

Signed on April 20, 1998



JOSEPH SALAMUNOVICH,
VP & SECRETARY