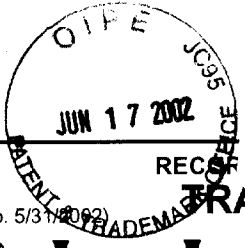


COOR



06-24-2002



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

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.

1. Name of conveying party(ies):
Rent-A-Center, Inc.

06/17/02

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

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

2. Name and address of receiving party(ies)
Name: Advantage Companies, Inc.
Internal Address: _____
Address: _____
Street Address: 5700 Tennyson Parkway, 3rd Floor
City: Plano State: Texas Zip: 75024

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 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 Corrective: 1858/0141 to remove serial nos.

Execution Date: December 31, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/392910; 75/399444

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: S. Roxanne Edwards
Internal Address: _____
Street Address: 1201 Main Street, P.O. Box 50784
City: Dallas State: Texas Zip: 75250

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
Winstead: 23-2426

(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.

S. Roxanne Edwards *S. Roxanne Edwards* 6/10/02
Name of Person Signing Signature Date

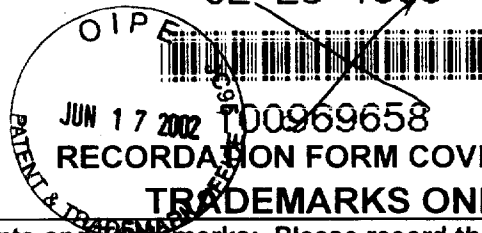
Total number of pages including cover sheet, attachments, and document: 19

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

DALLAS_1\3661536\1 06/05/02 15237-220

MRO
2.19.99

02-23-1999



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
 Merger
Effective Date
Month Day Year

 Change of Name
 Other _____

Conveying Party(ies)

Mark if additional names of receiving parties attached

Name **RENT-A-CENTER, INC.**

Execution Date
Month Day Year
12 31 1998

Formerly _____

Individual General Partnership Limited Partnership Corporation Association
 Other _____
 Citizenship/State of Incorporation/Organization **DELAWARE**

Receiving Party

Mark if additional names of conveying parties attached

Name **ADVANTAGE COMPANIES, INC.**

DBA/AKA/TA _____

Composed of _____

Address (line 1) **5700 TENNYSON PARKWAY, 3RD FLOOR**

Address (line 2) _____

PLANO

TEXAS

75024

City

State/Country

Zip Code

Individual General Partnership Limited Partnership 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.)
 Corporation Association
 Other _____
 Citizenship/State of Incorporation/Organization **DELAWARE**

02/22/1999 DCOATES 00000146 75331258

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 625.00 OP
03 FC:998 25.00 OP

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

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

214-745-5299

Name

KEVIN L. SMITH

Address (line 1)

WINSTEAD SECHREST & MINICK P.C.

Address (line 2)

1201 ELM STREET, SUITE 5400

Address (line 3)

Address (line 4)

DALLAS, TEXAS 75270

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

9

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)

75331258

75392910

1147345

1262726

1531357

75332205

75399444

1169733

1264550

1593601

75388011

75399445

1212820

1530143

1645617

Number of Properties

Enter the total number of properties involved.

26

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 665.00

Method of Payment:

Deposit Account

Enclosed

Deposit Account

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

Deposit Account Number:

23-2426

Authorization to charge additional fees:

Yes

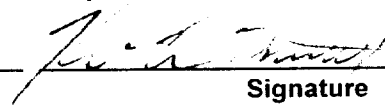
No

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.

KEVIN L. SMITH

Name of Person Signing



Signature

February 17, 1999

Date Signed

CONTINUATION TRADEMARKS ONLY

Conveying Party(ies)

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

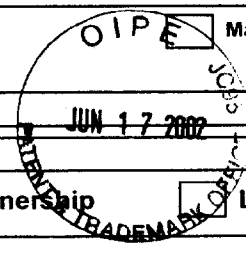
Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization



Receiving Party

Enter Additional Receiving Party

Mark if additional names of conveying parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)

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TRADEMARK ASSIGNMENT

WHEREAS, Rent-A-Center, Inc. ("ASSIGNOR"), is a Delaware corporation having a principal place of business at 5700 Tennyson Parkway, 3rd Floor, Plano, Texas 75024.

WHEREAS, ASSIGNOR owns all rights, title and interest to a certain trademarks and/or service marks (hereinafter "Trademarks"), certain applications for registration of the Trademarks (the "Trademark Applications") and certain Trademark Registrations (the "Registrations"), all of which are identified in Schedule "A" attached hereto; and

WHEREAS, Advantage Companies, Inc. ("ASSIGNEE"), a Delaware corporation, having a principal place of business at 5700 Tennyson Parkway, 3rd Floor, Plano, Texas 75024 is desirous of acquiring the worldwide right, title, and interest in and to the Trademarks and Trademark Applications and Registrations;

NOW THEREFORE, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR agrees and covenants as follows:

1. ASSIGNOR sells, assigns, conveys, and transfers to ASSIGNEE, and ASSIGNEE accepts as of the date of this Assignment,

(a) all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, including the right to apply for and receive registrations of the Trademarks throughout the United States and in all other countries of the world, the right to sue and recover damages for past, present, and future infringements;

(b) all rights, title and interest in and to the Trademark Applications and Registrations, together with that portion of ASSIGNOR's business with which the mark is intended to be used, including all priority rights to apply for and receive registrations throughout the world in the name of ASSIGNEE or its successor, assign, or representative; and

2. ASSIGNOR further sells, assigns, conveys, and transfers to ASSIGNEE, and ASSIGNEE accepts as of the date of this agreement, all right, title, and interest ASSIGNOR may have to any trade names, trademarks, service marks, trade dress, and applications for registrations and registrations thereof, throughout the world, used in connection with the business.

3. ASSIGNOR represents and warrants that he has not assigned, conveyed, transferred, or granted to any third party any interest in, or otherwise encumbered in any manner, the Trademarks, Trademark Applications or Registrations; that, to the best of his knowledge, no third party owns, or is entitled to, any right or interest in the Trademarks, Trademark Applications or Registrations that would preclude, conflict with or encumber this Assignment; and that he hereby consents to this Assignment.

**SCHEDULE A
TO TRADEMARK ASSIGNMENT BETWEEN
RENT-A-CENTER, INC. AND ADVANTAGE COMPANIES, INC.**

MARK	SERIAL NO. FILING DATE	REG. NO REG. DATE
ADVANTAGE	74/ 596,915 09-Nov-1994	
ROOM SERVICE U CAN RENT and Design	75/ 331,258 02-Dec-1996	
ROOM SERVICE U CAN RENT and Design	75/ 332,205 02-Dec-1996	
THORN LEASING CONCEPTS	75/ 388,011 10-Nov-1997	
MISCELLANEOUS CAR DESIGN	75/ 392,910 19-Nov-1997	
ADVANTAGE QUALITY CARS GUARANTEED and Design	75/ 399,444 03-Dec-1997	
ADVANTAGE THE HOME STORE and Design	75/ 399,445 03-Dec-1997	
TRY IT BEFORE YOU BUY IT (STYLIZED)	73/ 183,464 25-Aug-1978	1,147,345 17-Feb-1981
RENT-A-CENTER	73/ 254,255 17-Mar-1980	1,169,733 15-Sep-1981
RENT-A-CENTER and Design	73/ 304,341 06-Apr-1981	1,212,820 12-Oct-1982
RENT-A-CENTER and Design	73/ 382,773 30-Aug-1982	1,262,726 27-Dec-1983
RENT-A-CENTER	73/ 382,791 30-Aug-1982	1,264,550 17-Jan-1984
RENT A CENTER and Design	73/ 460,315 10-Jan-1984	1,530,143 14-Mar-1989

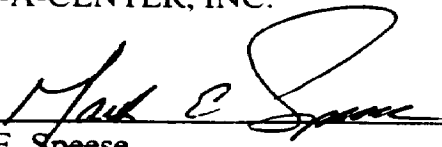
4. ASSIGNOR agrees, at the request of ASSIGNEE and at ASSIGNEE's expense, to execute and deliver such other and further documents and legal instruments, and do all other things reasonably necessary to perfect in ASSIGNEE, its assigns, successors, and legal representatives, all right, title and interest in and to the Trademarks, Trademark Applications and Registrations hereby conveyed and transferred, throughout the world, including without limitation executing and delivering any and all powers of attorney, applications, assignments, declarations and affidavits.

5. This Assignment and the covenants herein are made for the benefit of the ASSIGNEE and its successors and assigns and may be transferred without the consent of ASSIGNOR.

EFFECTIVE this 31st day of December, 1998.

Agreed:

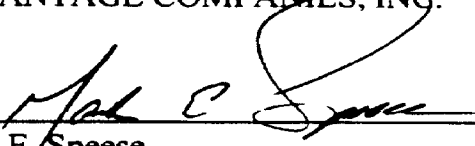
RENT-A-CENTER, INC.



Mark E. Speese
Vice President

Accepted:

ADVANTAGE COMPANIES, INC.



Mark E. Speese
Vice President

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12221998
431:15237-220

**SCHEDULE A
TO TRADEMARK ASSIGNMENT BETWEEN
RENT-A-CENTER, INC. AND ADVANTAGE COMPANIES, INC.**

MARK	SERIAL NO. FILING DATE	REG. NO REG. DATE
RENT-A-CENTER and Design	73/ 405,467 10-Dec-1982	1,531,357 21-Mar-1989
HOME FREE GUARANTEE and Design	73/ 820,079 17-Aug-1989	1,593,601 24-Apr-1990
RAC RENT-A-CENTER and Design	74/ 028,955 14-Feb-1990	1,645,617 21-May-1991
RAC and Design	74/ 038,721 15-Mar-1990	1,667,049 03-Dec-1991
RENTER DEFENDER	74/ 303,392 12-Aug-1992	1,766,413 20-Apr-1993
WE'RE YOURS FOR A SONG	74/ 298,806 28-Jul-1992	1,785,907 03-Aug-1993
THE TRY IT BEFORE YOU BUY IT STORE	74/ 570,812 07-Sep-1994	1,924,106 03-Oct-1995
U CAN RENT	74/ 580,078 29-Sep-1994	1,948,413 16-Jan-1996
ADVANTAGE and Design		2,036,557 11-Feb-1997
YOUR GET MORE STORE	74/ 683,353 02-Jun-1995	2,046,523 18-Mar-1997
TABLECREST and Design	75/ 020,074 12-Nov-1995	2,137,714 17-Feb-1998
TRY IT BEFORE YOU BUY IT	75/ 137,859 17-Jul-1996	2,170,721 07-Jul-1998
ADVANTEDGE	74/ 596,915 09-Nov-1994	2,184,320 25-Aug-1998

**SCHEDULE A
TO TRADEMARK ASSIGNMENT BETWEEN
RENT-A-CENTER, INC. AND ADVANTAGE COMPANIES, INC.**

MARK	SERIAL NO. FILING DATE	REG. NO REG. DATE
WHATEVER YOU NEED, WHENEVER YOUR NEED IT.	75/ 226.610 15-Jan-1997	2.202.513 10-Nov-1998
NEBRASKA STATE REGISTRATIONS		
RENT-A-CENTER	n/a	1,269,285 04-Oct-1985
THORN SERVICES INTERNATIONAL	n/a	1,275,841 10-Nov-1993

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**SCHEDULE A
TO TRADEMARK ASSIGNMENT BETWEEN
RENT-A-CENTER, INC. AND ADVANTAGE COMPANIES, INC.**

TRADEMARKS NOT REGISTERED:

**COAST-TO-COAST KARAOKE HOSTS
MAGIC PENNY DAYS
COUNT ON US FOR A GREAT DEAL
RENT-A-CENTER GUARANTEED SATISFACTION and Design
STAR CENTER VIDEO and Design
RENT-A-STAR
RENT.A.CENTER and Design
RENT-A-CENTER**

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Page 6

RECORDED: 06/10/2002

**TRADEMARK
REEL: 002531 FRAME: 0846**