

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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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):

R & S Parts and Service, LLC

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Conversion LLC to Corporation
- Merger
- Change of Name

Execution Date: 12/27/2000

2. Name and address of receiving party(ies)

Name: R & S Parts and Service, Inc.

Internal Address:

Street Address: 9A Brick Plant Road

City: South River State: NJ Zip: 08882

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,000,821;
1,478,109; 0,605,822

Additional number(s) attached Yes No

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

Name: Michael I. Chakansky

Internal Address: Sills Cummis Radin Tischman
Epstein & Gross, P.A.

Street Address: One Riverfront Plaza

City: Newark State: NJ Zip: 07102-5400

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41).....\$ 90

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-1250

DO NOT USE THIS SPACE

9. Signature.

Michael I. Chakansky (Reg. No. 31,600)
Name of Person Signing



Signature

09/17/2002

Date

Total number of pages including cover sheet, attachments, and document: 2

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

CERTIFICATE OF CONVERSION
OF A LIMITED LIABILITY COMPANY
TO
A CORPORATION

Pursuant to Section 265 of the
Delaware General Corporation Law

R & S PARTS AND SERVICE, LLC, a Delaware limited liability company, for the purpose of converting the limited liability company to a corporation pursuant to Section 265 of the General Corporation Law of the State of Delaware hereby certifies that:

1. The limited liability company (the "Company") is formed under the laws of the State of Delaware.
2. The Certificate of Formation of the Company was filed with the Office of the Secretary of State of the State of Delaware on February 14, 2000.
3. The name of the Company immediately prior to the filing of this Certificate is R & S Parts and Service, LLC.
4. The name of the corporation into which the Company shall be converted is R & S Parts and Service, Inc.

The conversion herein certified has been approved in accordance with the provisions of Section 265 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 27 day of December, 2000.

R & S Parts and Service, LLC

By: 
Name: Glenn R. Langberg
Title: Manager

Sole Member:
GDJ Retail, LLC

By: 
Name: Glenn R. Langberg
Title: Manager

SILLS CUMMIS RADIN TISCHMAN EPSTEIN & GROSS, P.A.

One Riverfront Plaza
Newark, New Jersey 07102
(973) 643-7000
FAX (973) 643-6500

Date: SEPTEMBER 18, 2002

Time

RECIPIENT	FAX NO.	PHONE NO.
Commissioner for Trademarks/Assignment Division	703-306-5995	703-308-9723

TOTAL # OF PAGES (including cover page): 3

FROM: MICHAEL I. CHAKANSKY, ESQ. TELEPHONE NO.: 973-643-5875

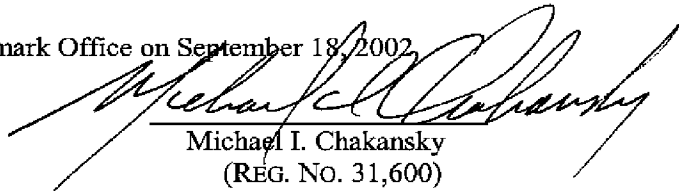
RE: DOCUMENT RELATING TO U.S. TRADEMARK REGISTRATION NOS.: 2,000,821 ("STRAUSS DISCOUNT AUTO); 1,478,109 ("R&S STRAUSS) and 605,822 (STRAUSS STORES & Design").

Certificate of Transmission Under 37 CFR 1.8

I hereby certify that the following correspondence with respect to the above-identified registrations consisting of:

- (1) this cover sheet (with authorization to use deposit account) (1 sheet); and
- (2) Recordation Form Cover Sheet with attached Certificate of Conversion of a Limited Liability Company to a Corporation (with change in name from R&S PARTS AND SERVICE, LLC" to R&S PARTS AND SERVICE, INC.") (2 sheets).

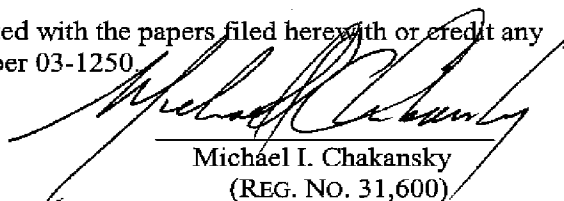
is being facsimile transmitted to the U.S. Patent and Trademark Office on September 18, 2002.



Michael I. Chakansky
(REG. NO. 31,600)

Authorization to Use Deposit Account

The Commissioner is authorized to charge all fees associated with the papers filed herewith or credit any overpayment to Sills Cummis, et al., deposit account number 03-1250.



Michael I. Chakansky
(REG. NO. 31,600)

CLIENT/MATTER #: 013736/001

THE ATTACHED TELECOPY HAS BEEN SUCCESSFULLY TRANSMITTED BY:

OPERATOR: _____ DATE/TIME: ___/___/___ : ___ AM/PM

*****CONFIDENTIALITY NOTE*****

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RECORDED: 09/18/2002

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