

03-20-2003
102394646

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

1. Name of conveying party(ies):

Advantage Companies, Inc.

3-17-03

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: December 16, 2002

2. Name and address of receiving party(ies)

Name: Rent-A-Center West, Inc.

Internal

Address: _____

Street Address: 5700 Tennyson Parkway, 3rd Floor

City: Plano State: Texas Zip: 75024

- 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)
see attached

B. Trademark Registration No.(s)
see attached

Additional number(s) attached Yes No

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

Name: Diane K. Lettelleir

Internal Address: Winstead Sechrest & Minick P.C.

Street Address: P.O. Box 50784

1201 Main Street

City: Dallas State: Texas Zip: 75250

6. Total number of applications and registrations involved: _____

14

7. Total fee (37 CFR 3.41).....\$ 365.00

- 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

Statement and signature 40.00 DP
25.00 DP

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.

Diane K. Lettelleir

Name of Person Signing

Diane K Lettelleir

Signature

March 7, 2003

Date

Total number of pages including cover sheet, attachments, and document: 5

U.S. TRADEMARK APPLICATION

MARK	SERIAL NO.	APPLICATION DATE
U CAN RENT	76/359,727	January 17, 2002

U.S. TRADEMARK REGISTRATIONS

MARK	REGISTRATION NO.	REGISTRATION DATE
RENT-A-CENTER and Design	1262726	December 27, 1983
RENT-A-CENTER	1264550	January 17, 1984
RAC and Design	1667049	December 3, 1991
RENTERS CHOICE	1763556	April 6, 1993
ADVANTEDGE and Design	2036557	February 11, 1997
YOUR GET MORE STORE	2046523	March 18, 1997
AMERICA'S HOME OF RENT TO OWN	2125173	December 30, 1997
TABLECREST and Design	2137714	February 17, 1998
TRY IT BEFORE YOU BUY IT	2170721	July 7, 1998
ADVANTEDGE	2184320	August 25, 1998
WHATEVER YOU NEED, WHEREVER YOU NEED IT	2202513	November 10, 1998
ROOM SERVICE U CAN RENT and Design	2227482	March 2, 1999
THORN LEASING CONCEPTS	2233753	March 23, 1999

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15237-2 03/07/2003

**CERTIFICATE OF AMENDMENT
TO THE
RESTATED CERTIFICATE OF INCORPORATION
OF
ADVANTAGE COMPANIES, INC.**

Pursuant to the provisions of Section 242 of the Delaware General Corporation Law (the "*DGCL*"), Advantage Companies, Inc., a Delaware corporation (the "*Corporation*"), files this Certificate of Amendment to its Restated Certificate of Incorporation, which amends Article First thereof so as to change the name of the Corporation to "Rent-A-Center West, Inc.," and does hereby certify as follows:

FIRST: In lieu of a special meeting of the Board of Directors (the "*Board*") of the Corporation, the Board has adopted, pursuant to Section 141(f) of the DGCL, resolutions by unanimous written consent, dated as of December 12, 2002, setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable, and directing that such amendment be considered by the sole stockholder of the Corporation entitled to vote thereon. Such resolutions have not been amended or rescinded and are now in full force and effect. The resolutions setting forth the proposed amendment (the "*Amendment*") are as follows:

RESOLVED, that, subject to the Stockholder's approval, the Company be, and it hereby is, authorized and directed to change its corporate name to "Rent-A-Center West, Inc.," and

RESOLVED FURTHER, that, to effectuate the change of corporate name, the Company's Restated Certificate of Incorporation, as amended and in effect on the date hereof, be amended by changing Article First thereof so that, as amended, said Article shall be and read in its entirety as follows:

"FIRST: The name of the corporation is Rent-A-Center West, Inc."


SECOND: In lieu of a special meeting and vote of the sole stockholder, the sole stockholder of the Corporation has executed, pursuant to Section 228 of the DGCL, a written consent, dated as of December 12, 2002, approving the Amendment.

THIRD: The Amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the DGCL.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed as of the 16 day of December, 2002.

ADVANTAGE COMPANIES, INC.

By: 
Mark E. Speese
President

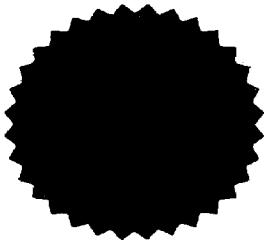
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ADVANTAGE COMPANIES, INC.", CHANGING ITS NAME FROM "ADVANTAGE COMPANIES, INC." TO "RENT-A-CENTER WEST, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2002, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2442248 8100

RECORDED: 03/17/2003

AUTHENTICATION: 2151806

TRADEMARK
REEL: 002695 FRAME: 0211