

03-28-2003



Form PTO-1594 (Rev. 10/02)

3-27-03 RECORD

OMB No. 0651-0027 (exp. 6/30/2005)

TRA..... 102402456

DEPARTMENT OF COMMERCE 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):

Three-C Body Shops, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: January 11, 2003

2. Name and address of receiving party(ies)

Name: Merlin Corporation

Internal

Address:

Street Address: 1 North River Lane

City: Geneva State: IL

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Illinois, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,470,997

Additional number(s) attached Yes No

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

Name: Thomas P. Arden

Internal Address: Holland & Knight LLC

Street Address: 131 South Dearborn, 30th Floor

City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

13-0045

(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.

Thomas P. Arden

Name of Person Signing

Signature

March 19, 2003

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

TRADEMARK REEL: 002701 FRAME: 0590

ASSIGNMENT OF MARK AND FEDERAL REGISTRATION

This Assignment is made and entered by Three-C Body Shops, Inc., a corporation organized under the laws of the State of Ohio, located and doing business at 2300 Briggs Road, Columbus, Ohio 43223 ("Assignor"), in favor of Merlin Corporation, a corporation organized under the laws of the State of Illinois located and doing business at 1 North River Lane, Suite 206, Geneva, Illinois 60134, ("Assignee") as of this 11th day of January, 2003.

WHEREAS, Assignor is the owner of the United States registration of the mark WE CARE ABOUT YOU AND YOUR CAR, Registration No. 2,470,997, for automobile repair services; and

WHEREAS, Assignee wishes to acquire from Assignor all rights, title and interest in and to the mark WE CARE ABOUT YOU AND YOUR CAR and Registration No. 2,470,997;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged:

Assignor hereby assigns to Assignee all rights, title and interest in and to the mark WE CARE ABOUT YOU AND YOUR CAR and United States Registration No. 2,470,997, together with the goodwill of the business associated with and symbolized by the mark WE CARE ABOUT YOU AND YOUR CAR.

THREE-C BODY SHOPS, INC.

By

Office:

[Signature]
President / CEO

STATE OF Ohio)
) SS.
COUNTY OF Franklin)

Subscribed and sworn to before me this 11th day of January, 2003.

[Signature]
Notary Public

My commission expires: 7/6/04