

11/1/03

11-28-2003

1-FORM PTO-1594 (modified)

RECORDATION
TRAC

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

(Rev. 03/01)



OMB No. 0651-0027 (exp. 5/31/2002)

102610690

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

1. Name of conveying party(ies):
Alamo Rent-A-Car Management, LP

Individual Association

General Partnership Limited Partnership

Corporation:

Other:

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

2. Name and address of receiving party(ies):
 Name: ARC-TM, Inc.

Street Address: 200 South Andrews Avenue
Ft. Lauderdale, Florida 33301

Individual(s) citizenship: _____

Association _____

General Partnership of: _____

Limited Partnership of: _____

Corporation: 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

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other: _____

Execution Date: October 7, 2003

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

A. Trademark Application No.(s)

76/416,617

76/320,580

76/471,660

76/150,189

76/430,100

76/416,616

B. Trademark Registration No.(s)

1,097,722

2,427,041

and 25 others listed in the Attachment

Additional numbers attached Yes No

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

Name: Thomas E. Zutic, Esq.

Internal Address: PIPER RUDNICK LLP

Street Address: 1200 Nineteenth Street, NW

6. Total number of applications and registrations involved: **33**

7. Total fee (37 C.F.R. § 3.41). \$ 840.00

Enclosed

Authorized to be charged to deposit account

City: Washington State: DC ZIP: 20036

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

11/26/2003 LINDLER 00000033 76416617

01 FC:8521
02 FT:8522

40.00 DP
840.00 DP

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 E. Zutic, Esq.

Name of Person Signing



Signature

11/07/2003

Date

Total no. of pages incl. cover sheets, attachments, and document: 6

ATTACHMENT

Trademark	Application No.	Registration No.
ALAMO	73/127,031	1,097,722
ALAMO & Design	76/000,793	2,427,041
ALAMO & Design (lined for color)	76/000,792	2,427,040
ALAMO ADVENTURE GROUP	75/236,032	2,183,535
ALAMO COUNTRY	76/416,617	
ALAMO RENT A CAR & Wheel Design (on bus)	74/017,726	1,768,900
ALAMO SATISFACTION GUARANTEE & Design	74/234,939	1,737,125
ALAMO SILVER SERVICE	75/225,546	2,302,432
ALAMO.COM	76/320,580	
ALAMOCASH POINTS	75/496,869	2,317,240
ALAMOCASH-IN CLUB	75/496,853	2,341,894
ALL-IN-ONE RATES	75/025,555	2,167,962
CASH-IN CLUB	76/471,660	
DESIGNED TO MOVE YOU	75/333,361	2,193,586
DIRECTROAD	75/863,722	2,472,376
DRIVE HAPPY	75/415,719	2,405,024
GO! ALAMO!	75/789,172	2,663,700
GO! ALAMO! & Bus Design	75/814,172	2,368,891
Miscellaneous Design (Wagon Wheel Design)	73/633,368	1,464,896
QUICK RENT	74/462,336	1,862,026
QUICK RENT	76/150,189	
QUICKSILVER	75/358,680	2,207,025
QUICKSILVER & Design	75/911,800	2,568,135
QUICKSILVER & Design (Lined for Color)	75/911,811	2,568,136
SELL THE WORLD, THEN BUY IT	76/430,100	
THE OFFICIAL RENTAL CAR OF THE AMERICAN VACATION	76/416,616	
THE REAL #1 BARGAIN	73/457,883	1,334,936
TRAVEL SMART	75/386,346	2,273,589
TRAVEL SMART SOLUTIONS	75/386,825	2,288,497
WHEN IT'S YOUR TIME & MONEY ALAMO	75/387,614	2,310,333
TRAVEL SMART & Design		
WHERE ALL THE MILES ARE FREE	73/724,773	1,517,510
WHY DRIVE, WHEN YOU CAN SURF THE NET	75/285,560	2,182,093
Yellow & Blue Stripe Design	74/287,668	1,763,332

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
ALAMO RENT-A-CAR MANAGEMENT, LP
(a Delaware limited partnership)
INTO
ARC-TM, INC.
(a Delaware corporation)

Pursuant to Title 8, Section 263 of the Delaware General Corporation Law and
Title 6, Section 17-211 of the Delaware Limited Partnership Act

ARC-TM, Inc. hereby certifies as follows:

- FIRST:** The name of the corporation is ARC-TM, Inc., a Delaware corporation (the "Corporation"). The name of the limited partnership being merged into the Corporation is Alamo Rent-A-Car Management, LP (the "Merging Limited Partnership"). The Corporation shall be the surviving corporation of the Merger (the "Surviving Corporation").
- SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 263c.
- THIRD:** The merger is to become effective upon filing of this Certificate of Merger.
- FOURTH:** The Agreement of Merger is on file at the offices of ARC-TM, Inc., 200 South Andrews Avenue, Ft. Lauderdale, Florida 33301.
- FIFTH:** A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or partner of any constituent limited partnership.
- SIXTH:** The Certificate of Incorporation of the Corporation, as in effect immediately prior to the effective time of the merger, shall be the Certificate of Incorporation of the Surviving Corporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 2nd day of October, 2003.

ARC-TM, INC.

By: *O. Mason Hurst, Jr.*
Name: O. Mason Hurst, Jr.
Title: V.P.

93126482

Delaware

PAGE 1

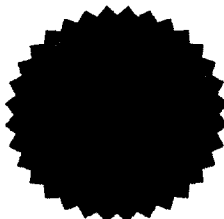
The First State

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 MERGER, WHICH MERGES:

"ALAMO RENT-A-CAR MANAGEMENT, LP", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "ARC-TM, INC." UNDER THE NAME OF "ARC-TM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF OCTOBER, A.D. 2003, AT 12:22 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

2734901 8100M

AUTHENTICATION: 2676188

030644585

DATE: 10-07-03

RECORDED: 11/07/2003

TRADEMARK
REEL: 002870 FRAME: 0522