

FORM PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 06/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
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 part(ies):

Mercedes-Benz Credit Corporation and
Chrysler Financial Company L.L.C.

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

Additional name(s) of conveying party(ies) attached YES NO

2. Name and address of receiving party(ies)

Name: **DiamlerChrysler Services, North America LLC**

Street Address: 27777 Franklin Road
Southfield, MI 48034

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other A Michigan Limited Liability Company

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
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: October 26, 2001

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

A. Trademark application No.(s)

B. Trademark Registration No.(s)

2,182,929

Additional numbers attached? YES NO

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

James W. Kayden
Thomas, Kayden, Horstemeyer & Risley, L.L.P.
100 Galleria Parkway, Suite 1750
Atlanta, Georgia 30339

6. Total number of applications/registrations involved: [1]

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

- Enclosed (Please Charge Deposit Account 20-0778)
- Authorized to be charged to deposit account

8. Deposit Account Number:

20-0778

(Attach duplicate copy of this page if paying by Deposit Account)

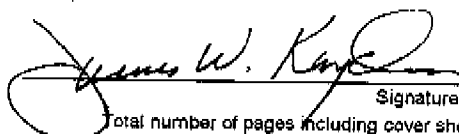
DO NOT USE THIS SPACE

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.

James W. Kayden

Typed Name



Signature

4-Aug-2004

Date

Docket #: 191303-3001

Total number of pages including cover sheet, attachments, and document: [11]

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
Director of the US Patent and Trademark Office, P.O. Box 1450
Alexandria, VA 22313-1450

CH \$40.00 200778 2182929

State of Delaware
Office of the Secretary of State PAGE 1

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:

"MERCEDES-BENZ CREDIT CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CHRYSLER FINANCIAL COMPANY L.L.C." UNDER THE NAME OF "CHRYSLER FINANCIAL COMPANY L.L.C.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MICHIGAN, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF NOVEMBER, A.D. 2001, AT 11:55 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

AUTHENTICATION: 1415601

3450909 8100M
010540218
LOCATION:248 427 2550

DATE: 10-29-01 TRADEMARK
RX TIME 07/30 '04 REEL 002916 FRAME: 0509

OCT 26 '01 15:18 FR DGC CFC

248 948 3836 TO 9130255333

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 10/26/2001
D10540218 - 3450909

**CERTIFICATE OF MERGER
OF
MERCEDES-BENZ CREDIT CORPORATION
INTO
CHRYSLER FINANCIAL COMPANY L.L.C.**

The undersigned entity DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation/organization of each of the constituent entities of the merger are as follows:

NAME	STATE OF INCORPORATION/ORGANIZATION
Chrysler Financial Company L.L.C.	Michigan
Mercedes-Benz Credit Corporation	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged per Section 264 of the Delaware General Code by each of the constituent entities and approved by Chrysler Financial Company L.L.C., the sole shareholder of Mercedes-Benz Credit Corporation.

THIRD: That the name of the surviving entity of the merger is Chrysler Financial Company L.L.C., a Michigan limited liability company.

FOURTH: That the Articles of Organization of Chrysler Financial Company L.L.C. a Michigan limited liability company, which is the surviving entity shall continue in full force and effect as the Articles of Organization of the surviving entity.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving entity, the address of which is 27777 Franklin Road, Southfield, MI 48034, a copy of which will be provided free of charge to any party of the constituent companies.

OCT 26 '01 16:18 FR DGC CFC 248 948 3636 TO 913026534480 P.03/03

SEVENTH: That Chrysler Financial Company L.L.C. survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving entity arising from the merger, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 27777 Franklin Road, Southfield, MI 48034 until the surviving entity shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

EIGHTH: That this Certificate of Merger shall be effective on November 30, 2001, at 11:55 PM.

Dated: October 26, 2001

Chrysler Financial Company L.L.C.

By 
David H. Olsen
Manager

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TRADEMARK

BCS/CB-650m (Rev. 04/01)

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
 BUREAU OF COMMERCIAL SERVICES**

Date Received
OCT 29 2001

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED

OCT 29 2001

Administrator
 BUREAU OF COMMERCIAL SERVICES

Name	Ph. 517-663-2525 Ref # 16796
Address	Attn: Cheryl J. Bixby MICHIGAN RUNNER SERVICE P.O. BOX 266
City	Eaton Rapids, MI 48827
Zip Code	

EFFECTIVE DATE: 11-30-01 (11:55pm)
 Expiration date for new assumed names: December 31.
 Expiration date for transferred assumed names appear in Item 6

* Document will be returned to the name and address you enter above
 If left blank document will be mailed to the registered office.

CERTIFICATE OF MERGER
 Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
 and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Chrysler Financial Company L.L.C. B32858

Mercedes-Benz Credit Corporation 625925

b. The name of the surviving (new) entity and its identification number is:

Chrysler Financial Company L.L.C. B32858

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 30th day of November

TRADEMARK 11:55 PM

LOCATION: 248 427 2550

RX TIME 07/30 10:19:20

REEL: 002916 FRAME: 0512

3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Mercedes-Benz Credit Corporation	Common/1000	N/A	N/A

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows:

Upon the effectiveness of this merger, all of the shares of Mercedes-Benz Credit Corporation will be cancelled.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: N/A

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

b) The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

By _____
 (Signature of Authorized Officer or Agent)

(Type or print name)

By _____
 (Signature of Authorized Officer or Agent)

(Type or print name)

4. Complete for any Limited Liability Companies only

Check one of the following:
 There are no changes to be made to the Articles of Organization of the surviving limited liability company.
 The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:

The manner and basis of converting the membership interests are as follows:
The membership interests in Chrysler Financial Company L.L.C. will be unaffected by this merger.

The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 706a(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this 26th day of October, 2002

By 
(Signature of Member or Manager)

David K. Olsen, Manager
(Type or Print Name)
Chrysler Financial Company L.L.C.
(Name of Limited Liability Company)

Signed this _____ day of _____

By _____
(Signature of Member or Manager)

(Type or Print Name)

(Name of Limited Liability Company)

BGS/CD-750 (Rev 04/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES	
Date Received OCT 29 2001	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name	
Address	517-663-2525 Ref # <i>16797</i>
City	Attn: Cheryl J. Bixby MICHIGAN RUNNER SERVICE P.O. Box 266 Eaton Rapids, MI 48827
EFFECTIVE DATE: 11-30-01 (11:58 pm) Expiration date for new assumed names: December 31. Expiration date for transferred assumed names appear in Item 7	

FILED
OCT 29 2001
 Administrator
 BUREAU OF COMMERCIAL SERVICES

Document will be returned to the name and address you enter above. If left blank the document will be mailed to the registered office.

CERTIFICATE OF MERGER
 For use by Limited Liability Companies
 (Please read information and instructions on last page)

Pursuant to the provisions of Act 29, Public Acts of 1993, the undersigned limited liability companies execute the following Certificate of Merger:

1. The name of each constituent limited liability company and their identification numbers are:	
<u>Chrysler Financial Company L.L.C.</u>	<u>B32658</u>
<u>DaimlerChrysler Services North America LLC</u>	<u>B67453</u>
2. The name of the surviving limited liability company and its identification number is:	
<u>DaimlerChrysler Services North America LLC</u>	<u>B67453</u>
3. Check one of the following:	
<input checked="" type="checkbox"/> There are no changes to be made to the Articles of Organization of the surviving limited liability company.	
<input type="checkbox"/> The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:	

TRADEMARK

4. Other provisions with respect to the merger are as follows:

5. Complete only if an effective date is desired other than the date of filing. This date must be no more than 90 days after receipt of this document in this office.

The merger shall be effective on the 30th day of November, 2001 (at 11:58 PM)

6. The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

7. The merger is permitted by the law of the jurisdiction under whose law each foreign constituent company is organized and each foreign constituent company has complied with that law in effecting the merger.

8. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the merger are:

<u>Assumed name</u>	<u>LLC transferred from</u>	<u>Expiration date</u>

9. New assumed names under which business is to be conducted are:

This Certificate is hereby signed as required by Section 103 of the Act

Signed this 26th day of October, 2001

Chrysler Financial Company L.L.C.
(Name of Limited Liability Company)

By David H. Olsen
(Signature of Member or Manager)

David H. Olsen, Manager
(Type or Print Name)

Signed this 26th day of October, 2001

DaimlerChrysler Services North America LLC
(Name of Limited Liability Company)

By David H. Olsen
(Signature of Member or Manager)

David H. Olsen, Manager
(Type or Print Name)

BCS-CD-750 (Rev. 04/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES

Date Received
OCT 29 2001

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED
OCT 29 2001
Administrative
BUREAU OF COMMERCIAL SERVICES

Name	
Addr	517-663-2525 Ref # 16797
	Attn: Cheryl J. Bixby
	MICHIGAN RUNNER SERVICE
City	P.O. Box 266
	Eaton Rapids, MI 48827

EFFECTIVE DATE: 11-30-01 (11:58 pm)
Expiration date for new assumed names: December 31.
Expiration date for transferred assumed names appear in item 7

Document will be returned to the name and address you enter above.
If left blank the document will be mailed to the registered office.

CERTIFICATE OF MERGER
For use by Limited Liability Companies
(Please read information and instructions on last page)

Pursuant to the provisions of Act 23, Public Acts of 1953, the undersigned limited liability companies execute the following Certificate of Merger:

1. The name of each constituent limited liability company and their identification numbers are:

<u>Chrysler Financial Company L.L.C.</u>	B32A58
<u>DaimlerChrysler Services North America LLC</u>	B67453

2. The name of the surviving limited liability company and its identification number is:

<u>DaimlerChrysler Services North America LLC</u>	B67453
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3. Check one of the following:

There are no changes to be made to the Articles of Organization of the surviving limited liability company.

The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be affected by the merger are as follows:

250.00-11894 ACK

4. Other provisions with respect to the merger are as follows:

5. Complete only if an effective date is desired other than the date of filing. This date must be no more than 90 days after receipt of this document in this office.
The merger shall be effective on the 30th day of November, 2001 (at 11:58 PM)

6. The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

7. The merger is permitted by the law of the jurisdiction under whose law each foreign constituent company is organized and each foreign constituent company has complied with that law in effecting the merger.

8. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the merger are:

Assumed name	LLC transferred from	Expiration date

9. New assumed names under which business is to be conducted are:

This Certificate is hereby signed as required by Section 103 of the Act.

Signed this 25th day of October, 2001
Chrysler Financial Company L.L.C.
(Name of Limited Liability Company)
By David E. Olsen
(Signature of Member or Manager)
David E. Olsen, Manager
(Type or Print Name)

Signed this 25th day of October, 2001
DaimlerChrysler Services North America LLC
(Name of Limited Liability Company)
By David E. Olsen
(Signature of Member or Manager)
David E. Olsen, Manager
(Type or Print Name)