

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rent Rite, Inc.		05/07/2004	CORPORATION: TENNESSEE

RECEIVING PARTY DATA	
Name:	RAC RR, Inc.
Street Address:	5700 Tennyson Parkway, 3rd Floor
City:	Plano
State/Country:	TEXAS
Postal Code:	75024
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2548796	RENT RITE RENTAL PURCHASE
Registration Number:	2542142	RENT RITE
Serial Number:	76474325	RENT RITE
Registration Number:	2797143	RENT RITE

CORRESPONDENCE DATA	
Fax Number:	(214)855-8200
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	214-855-8000
Email:	DOTrademark@fulbright.com
Correspondent Name:	David H. Tannenbaum
Address Line 1:	2200 Ross Avenue, Suite 2800
Address Line 4:	Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	62690-10409631
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NAME OF SUBMITTER:	Linda M. Merritt
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Total Attachments: 9

900015733

**TRADEMARK
 REEL: 002978 FRAME: 0841**

OP \$115.00 2548796

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Delaware

PAGE 1

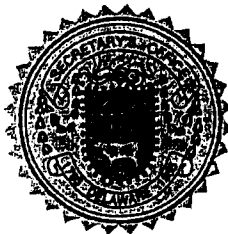
The First State

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:

"RENT RITE, INC.", A TENNESSEE CORPORATION,
WITH AND INTO "RAC RR, INC." UNDER THE NAME OF "RAC RR,
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 MAY, A.D. 2004, AT 8:34 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE SEVENTH DAY OF MAY,
A.D. 2004, AT 11:59 O'CLOCK P.M.

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



3795211 8100M

040336328

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3099416

DATE: 05-10-04

TRADEMARK
REEL: 002978 FRAME: 0843

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:57 PM 05/07/2004
FILED 08:34 PM 05/07/2004
SRV 040336328 - 3795211 FILE

**CERTIFICATE OF MERGER
OF
RENT RITE, INC.
(a Tennessee corporation)
WITH AND INTO
RAC RR, INC.
(a Delaware corporation)**

Pursuant to Section 252(c) of the Delaware General Corporation Law, the undersigned corporation adopts the following Certificate of Merger for the purpose of effecting a merger of such corporation:

ARTICLE I

The name and state of incorporation of each of the constituent corporations of the Merger (as defined below) is as follows:

<u>Name</u>	<u>State of Incorporation</u>
RAC RR, Inc.	Delaware
Rent Rite, Inc.	Tennessee

ARTICLE II

An Agreement and Plan of Merger and Reorganization (the "*Merger Agreement*") by and among Rent-A-Center, Inc., a Delaware corporation ("*Rent-A-Center*"), RAC RR, Inc., a Delaware corporation and an indirect wholly owned subsidiary of Rent-A-Center ("*RAC RR*"), and Rent Rite, Inc. d/b/a Rent Rite Rental Purchase, a Tennessee corporation ("*Rent Rite*"), has been approved, adopted, certified, executed and acknowledged by each of Rent-A-Center, RAC RR and Rent Rite in accordance with the requirements of the laws of the State of Delaware, including without limitation Section 252 of the Delaware General Corporation Law.

ARTICLE III

In accordance with the terms of the Merger Agreement, Rent Rite shall be merged with and into RAC RR (the "*Merger*"), and RAC RR shall be the surviving corporation (the "*Surviving Corporation*"). The name of the Surviving Corporation shall be RAC RR, Inc.

ARTICLE IV

Upon consummation of the Merger, the Certificate of Incorporation of RAC RR shall be the Certificate of Incorporation of the Surviving Corporation.

ARTICLE V

An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 5700 Tenmyson Parkway, 3rd Floor, Plano, Texas 75024.

ARTICLE VI

A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of RAC RR or Rent Rite.

ARTICLE VII

The authorized capital stock of Rent Rite consists of ten million (10,000,000) shares of common stock, no par value per share, and one million (1,000,000) shares of preferred stock, no par value per share.


ARTICLE VIII

The Merger shall become effective at 11:59 p.m., Eastern Time, on May 7, 2004.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned Corporation has caused this Certificate of Merger to be executed in its corporate name as of the 7th day of May, 2004.

RAC RR, INC.
a Delaware corporation

By: 
Mark E. Speese
President

DALLAS 1/39823864
15237-1124 05/06/2004

Secretary of State

Division of Business Services

312 Eighth Avenue North

6th Floor, William R. Snodgrass Tower

Nashville, Tennessee 37243

DATE: 05/07/04

REQUEST NUMBER: 5127 1179

TELEPHONE CONTACT: (615) 741-2286

FILE DATE/TIME: 05/07/04 1533

EFFECTIVE DATE/TIME: 05/07/04 1059

CONTROL NUMBER: 0095813

TO:

BASS BERRY & SIMS, PLC

315 DEADERICK STREET

SUITE 2700

NASHVILLE, TN 37238-0002

RE:

NON-QUALIFIED CORPORATION

ARTICLES OF MERGER

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ARTICLES OF MERGER WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH OFFICE IS IN TENNESSEE AND IN THE COUNTY IN WHICH THE NEW OR SURVIVING CORPORATION SHALL HAVE ITS PRINCIPAL OFFICE IF SUCH OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF MERGER

ON DATE: 05/07/04

FROM:

BASS BERRY & SIMS PLC (315 DEADERICK ST)

315 DEADERICK STREET

SUITE 2700

NASHVILLE, TN 37238-0002

RECEIVED: FEES \$100.00 \$0.00

TOTAL PAYMENT RECEIVED: \$100.00

RECEIPT NUMBER: 00003501645

ACCOUNT NUMBER: 00000149



SS-4458

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

TRADEMARK
REEL: 002978 FRAME: 0847

**ARTICLES OF MERGER
OF
RENT RITE, INC.
WITH AND INTO
RAC RR, INC.**

RECEIVED
STATE OF TENNESSEE
FILED
2004 MAY -7 PM 3:33
RILEY DANIELL
SECRETARY OF STATE

Pursuant to the provisions of Sections 48-21-107 and 48-21-109 of the Tennessee Business Corporation Act (the "TBCA") and Section 252 of the Delaware General Corporation Law (the "DGCL"), Rent Rite, Inc., a Tennessee corporation ("Rent Rite"), and RAC RR, Inc., a Delaware corporation ("RAC"), collectively hereinafter referred to as the "Merging Entities," adopt the following Articles of Merger for the purpose of merging Rent Rite with and into RAC (the "Merger").

1. The Agreement and Plan of Merger and Reorganization (the "Plan") that has been approved by each of the Merging Entities in the manner prescribed by the TBCA and the DGCL is set forth in Exhibit A attached hereto and incorporated for all purposes into these Articles of Merger, the same as if fully copied and set forth at length.

2. Approval of the Plan by the shareholders of Rent Rite and RAC is required by the TBCA and the DGCL.

3. Approval of the Plan by the shareholders of Rent-A-Center, Inc., the indirect parent of RAC and a Delaware corporation ("Parent"), is not required by the TBCA or the DGCL. The Board of Directors of Parent duly approved and adopted the aforesaid Plan on April 27, 2004.

4. The Plan was approved at a duly called special meeting of the shareholders of Rent Rite on May 7, 2004, by the affirmative vote of the required percentage of all of the votes entitled to be cast.

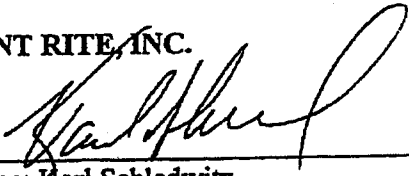
5. The Plan and the performance of its terms were duly authorized by all action required by the DGCL and by RAC's Certificate of Incorporation.

6. Upon the filing of these Articles of Merger and the Plan with the Secretary of State, the effective time of the Merger is to be 10:59 p.m., Central Time, on May 7, 2004.

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger effective as of the 7th day of May, 2004.

RENT RITE, INC.

By: 
Name: Karl Schledwitz
Title: Chairman

RAC RR, INC.

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger effective as of the 7th day of May, 2004.

RENT RITE, INC.

By: _____
Name: Karl Schledwitz
Title: Chairman

RAC RR, INC.

By: Mark E. Spiese
Name: Mark E. Spiese
Title: President

**Schedule 4.8
Intellectual Property**

The Company has the following trademarks:

Rent Rite Rental Purchase & Designed – Registered on 3/19/2002, Registration # 2,548,796

Rent Rite & Design – Registered on 2/26/2002, Registration # - 2,542,142

Rent Rite (word only) (for leasing services) – Application filed on 12/11/02, Filing # 76/474,325 – Pending

Rent Rite (word only) (for Retail store services) – Registered 12/23/03, Registration # 2797143

The Company has the following domain names:

rentrite.com
rent-riteinc.com
raricks.com