

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ACE DISTRIBUTION GROUP, INC.		11/03/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	AXIOM AUTOMOTIVE TECHNOLOGIES, INC.		
<b>Street Address:</b>	9001 Cane Run Road		
<b>City:</b>	Louisville		
<b>State/Country:</b>	KENTUCKY		
<b>Postal Code:</b>	40258		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Serial Number:	78441628	AXIOM	
Serial Number:	76593166	TRANS MART	
Registration Number:	1744938	TRANS MART	
Serial Number:	78440477	TRANS RARIFIED	
Serial Number:	76572659	280PS	
Serial Number:	76572652	AMBERSOL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)655-2317		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	215.994.2317		
<b>Email:</b>	hal.borden@dechert.com		
<b>Correspondent Name:</b>	Dechert LLP		
<b>Address Line 1:</b>	4000 Bell Atlantic Tower		
<b>Address Line 2:</b>	1717 Arch Street		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103-2793		

**CH \$165.00 78441628**

NAME OF SUBMITTER:	Hal E. Borden
Signature:	/Hal Borden/
Date:	02/01/2005
Total Attachments: 3 source=AXIOM Name Change#page1.tif source=AXIOM Name Change#page2.tif source=AXIOM Name Change#page3.tif	

# Delaware

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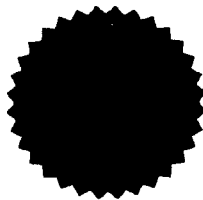
*The First State*

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 "ACE DISTRIBUTION GROUP, INC.", CHANGING ITS NAME FROM "ACE DISTRIBUTION GROUP, INC." TO "AXIOM AUTOMOTIVE TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF JANUARY, A.D. 2005, AT 3:52 O'CLOCK P.M.

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

2774996 8100

050028484



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State of Delaware

DATE: 01-12-05

TRADEMARK  
REEL: 003019 FRAME: 0335

**CERTIFICATE OF AMENDMENT**  
**OF**  
**CERTIFICATE OF INCORPORATION**  
**OF**  
**ACE DISTRIBUTION GROUP, INC.**

Ace Distribution Group, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

**FIRST:** That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the Minutes of the Board, adopted resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

**RESOLVED**, that the Board of Directors of the Company deems it advisable and in the Company's best interest and recommends that the name of the Company be changed from Ace Distribution Group, Inc. to Axiom Automotive Technologies, Inc., and that the Company's Certificate of Incorporation be amended to effect such change in the Company's name by deleting Item 1 thereof in its entirety and inserting in lieu thereof the following:

1. **Name** The name of the Corporation is Axiom Automotive Technologies, Inc.

and further

**RESOLVED**, that the foregoing proposed change of the Company's name and the amendment of the Company's Certificate of Incorporation to effect such name change be submitted for consideration by the stockholders of the Company, with the recommendation of the Board of Directors of the Company that they be approved and adopted; and further

**RESOLVED**, that, upon approval by the stockholders of the Company of the proposed change of the Company's name and the amendment of the Company's Certificate of Incorporation to effect such name change, the officers of the Company be, and each of them hereby is, authorized, empowered and directed to execute and file a Certificate of Amendment of the Company's Certificate of Incorporation effecting such name change with the Office of the Secretary of State of the State of Delaware.

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:29 PM 01/12/2005  
FILED 03:52 PM 01/12/2005  
SRV 050028484 - 2774996 FILE

**SECOND:** That, in lieu of a meeting and vote of stockholders, the sole voting stockholder of the corporation has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**FOURTH:** That this Certificate of Amendment of the Certificate of Incorporation shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the 3<sup>rd</sup> day of November, 2004.

ACE DISTRIBUTION GROUP, INC.

By: Thorald Kachel  
Name: THORALD KACHEL  
Title: CEO + PRESIDENT

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\*\* TOTAL PAGE.08 \*\*