

04-27-2005

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Director of the U. S. Patent and Trademark Office. Please record the serial number and the new address(es) below.

1. Name of conveying party(ies):

American Automobile Association, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation- State: Connecticut
☐ Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? ☐ Yes ☐ No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) April 12, 2005

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: Automobile Club of Southern California

Internal Address: _____

Street Address: 3333 Fairview Road

City: Costa Mesa

State: California

Country: Orange Zip: 92626

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☒ Corporation Citizenship _____
☐ Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

Application/Serial Number
74-091389

B. Trademark Registration No.(s)

Registration Number 1,672,774

Additional sheet(s) attached? ☐ Yes ☒ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

AUTO CLUB INSURANCE

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

Name: Terence R. Hendricks

Internal Address: Office of the General Counsel Mail Stop A451

Street Address: 3333 Fairview Road

City: Costa Mesa

State: California Zip: 92626

Phone Number: (714) 885-1301

Fax Number: (714) 885-1307

Email Address: Hendricks.Terence@AAA-Calif.com

6. Total number of applications and registrations involved:

One

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- ☐ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Terence R. Hendricks

Signature

4/19/2005
Date

Total number of pages including cover sheet, attachments, and document: 3

04/26/2005 DBYRME 00000167 1672774

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:

Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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TRADEMARK
REEL: 003152 FRAME: 0652

and other documents and take such other actions as Assignee may reasonably request and as may be reasonably necessary or appropriate to consummate, effectuate, perfect or implement the assignment contemplated hereby.

ASSIGNOR:

American Automobile Association, Inc.

Dated:

4/12/05

By:

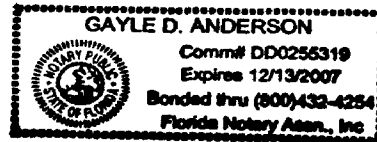
[Signature]

AKS
4/12/05

RUNNER/EVP
Printed Name and Title of Signing Officer

[Notarial Representation and Seal]

Gayle D. Anderson



TRADEMARK ASSIGNMENT

WHEREAS, on or about February 6, 1999 The American Automobile Association, Inc., a nonprofit, non-stock corporation of the state of Connecticut, with an address of 1000 AAA Drive Heathrow, Florida 32746-5063 ("Assignor"), acquired from Automobile Club Insurance Company, a corporation of the state of Ohio ("ACIC"), the trademark "Auto Club Insurance" for which ACIC transferred to Assignor the following identified federal registration on the Principal Register of the United States Patent and Trademark Office, Serial No. 74-091389 (Registration No. 1,672,774) for the goods and/or services identified therein ("the Mark"); and

WHEREAS, as a result of the above-referenced acquisition, Assignor has rights, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and the above-referenced "Auto Club Insurance" registration; and

WHEREAS, the Automobile Club of Southern California, a nonprofit mutual benefit corporation of the state of California, with its principal place of business at 3333 Fairview Road, Costa Mesa, California 92626 ("Assignee"), desires to acquire Assignor's rights, title and interest in the Mark and the above-referenced "Auto Club Insurance" registration;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby transfers, releases and assigns to Assignee all of its rights, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and the "Auto Club Insurance" registration thereof, with any state or common law rights in the Mark, the right of priority, and all claims for damages by reason of past infringement of the Mark and the respective registration, with the right to sue for and collect the same for its own use and behalf and for the use and behalf of its successors, assigns and other legal representatives. Assignor shall execute and deliver such further certificates, agreements