

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Organization by Election		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Pull-A-Part, Inc.		02/10/1999	CORPORATION: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Pull-A-Part, LLC		
<b>Street Address:</b>	950 Marietta Street, N.W.		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30318		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: GEORGIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2308678	THE BEST STRIP JOINT IN TOWN.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(404)962-6588		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	404-885-3330		
<b>Email:</b>	trademarks@troutmansanders.com		
<b>Correspondent Name:</b>	Michael D. Hobbs, Jr.		
<b>Address Line 1:</b>	600 Peachtree Street, NE		
<b>Address Line 2:</b>	Troutman Sanders LLP - Suite 5200		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30308-2216		
<b>ATTORNEY DOCKET NUMBER:</b>	8102.94350		
<b>NAME OF SUBMITTER:</b>	Anne E. Yates		
<b>Signature:</b>	/aey/		
<b>Date:</b>	01/10/2006		

OP \$40.00 2308678

**Total Attachments: 5**

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**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

CONTROL NUMBER : K911014  
EFFECTIVE DATE : 02/10/1999  
COUNTY : FULTON  
REFERENCE : 0077  
PRINT DATE : 03/17/1999  
ELECTED CONTROL : K009105  
FORM NUMBER : 357

ARNALL, GOLDEN & GREGORY, LLP  
ANNE B. MCCOY  
1201 W. PEACHTREE ST., STE. 2800  
ATLANTA, GA 303093450

**CERTIFICATE OF ORGANIZATION BY ELECTION**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**PULL-A-PART, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

has been duly organized under the laws of the State of Georgia on the effective date stated above by the filing of a certificate of election and articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Cathy Cox*

Cathy Cox **TRADEMARK**  
Secretary of State  
**REEL: 003223 FRAME: 0737**

**PLAN OF ELECTION OF  
PULL-A-PART, INC.**

The Secretary of State  
State of Georgia

Pursuant to Section 14-2-1109.1 of the Georgia Business Corporation Code (the "Code") Pull-A-Part, Inc., a Georgia corporation (the "Corporation") submits this Plan of Election

1.

The name of the limited liability company to be formed pursuant to the Election will be Pull-A-Part, LLC (the "Company");

2.

The manner and basis of converting the shares of the Corporation into interests as members of the Company to the Election will be contained in the operating agreement proposed for the Company (the "Operating Agreement");

3.

The Election will be effective when filed with the Georgia Secretary of State;

4.

The Articles of Organization of the Company that shall be the Articles of Organization of the Company pursuant to the Election (the "Articles"), are attached hereto as Exhibit A, and hereby incorporated by reference and shall continue to be the Articles of Organization unless and until modified in accordance with the provisions of the Code;

5.

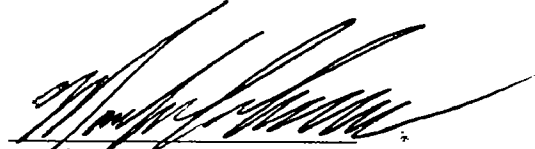
RESOLVED, The contents of the Operating Agreement to be entered into among the persons who will be the members of the Company pursuant to the Election, shall state the manner and basis for the conversion of the shares of the Corporation into interests as members of the Company to be formed pursuant to the Election and that notification that approval of the Election will be deemed to be execution of the Operating Agreement by such persons;

6.

The Plan of election was recommended by the board of directors of the Corporation on February 10, 1999; and

The Plan of election was adopted by the Shareholders on February 10, 1999

IN WITNESS WHEREOF, the undersigned has caused this written consent to be executed on this 10<sup>th</sup> day of February, 1999.

  
Mark Cohen, President

SECRETARY OF STATE

MAR 16 4 59 PM '99

BSK (6)

SECRETARY OF STATE

FEB 10 4 24 PM '99

BSK (6)

**ARTICLES OF ORGANIZATION  
OF  
PULL-A-PART, LLC**

NAME: The name of the limited liability company is PULL-A-PART, LLC (the "Company").

MANAGEMENT: Subject to the terms and limitations of the written operating agreement for the Company, management of the Company is vested in one or more managers of the Company. Managers for the company shall be selected and appointed as provided in the written operating agreement for the Company, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this the 10 day of February, 1999.



Mark Cohen, Organizer

SECRETARY OF STATE

MAR 16 4 59 PM '99

BSM 101

SECRETARY OF STATE

FEB 10 4 24 PM '99

BSM 101



OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

Suite 315, West Tower, 2 Martin Luther King Jr., Drive  
Atlanta, Georgia 30334-1530  
(404) 656-2817

Registered agent, officer, entity status information on the Internet  
<http://www.sos.state.ga.us>

CATHY COX  
Assistant Secretary of State -  
Operations

WARREN H. RARY  
Director

LEWIS A. MASSEY  
Secretary of State

TRANSMITTAL INFORMATION

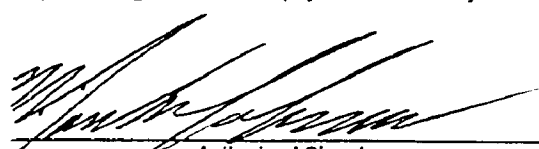
DO NOT WRITE IN SHADED AREA - SOS USE ONLY GEORGIA LIMITED LIABILITY COMPANY

LOCKET #	357	DATE FILED	2-10-99	AMOUNT RECEIVED	95.00	OFFICE RECEIPT #	60106
PENDING #		EXAMINER	45	JURISDICTION	GA	CONTROL #	060
TYPE CODE	OL						

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

K 209105

K 90760160

1.	LLC Name Reservation Number PULL-A-PART, LLC			
	LLC Name			
2.	Mark Cohen Applicant/Attorney 950 Marietta Street, N.W.			Telephone Number
	Address			
	Atlanta	GA	30318	
	City	State	Zip Code	
3.	950 Marietta Street, N.W. Principal Office Mailing Address			
	Atlanta	GA	30318	
	City	State	Zip Code	
4.	Alan H. Cohen Name of Registered Agent in Georgia 950 Marietta Street, N.W. Registered Office Street Address in Georgia			
	Atlanta	Fulton	GA	30318
	City	County	State	Zip Code
5.	Name and Address of each organizer (Attach additional sheets if necessary)			
	Mark Cohen	950 Marietta Street, N.W.	Atlanta	GA 30318
	Organizer	Address	City	State Zip Code
	Organizer	Address	City	State Zip Code
6.	Mail or deliver to the Secretary of State, at the above address, the following:			
	1) This transmittal form			
	2) The original and one copy of the Articles of Organization			
	3) A filing fee of \$75.00 payable to Secretary of State. Filing fees are NON-refundable.			
	 Authorized Signature (Member, Manager or Organizer)			February 10, 1999 Date
	Registered agent, officer, entity status information on the Internet: <a href="http://www.sos.state.ga.us">http://www.sos.state.ga.us</a>			

TRADEMARK

FORM 231

RECORDED: 01/10/2006

REEL: 003223 FRAME: 0741