

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/27/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fastlane Merger LLC		02/27/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	CSK Auto, Inc.
Street Address:	645 East Missouri Avenue, #400
City:	Phoenix
State/Country:	ARIZONA
Postal Code:	85012
Entity Type:	CORPORATION: ARIZONA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1672249	
Registration Number:	1956602	
Serial Number:	78646399	EXPRESS PARTS AUTO PARTS FOR PROFESSIONALS
Serial Number:	78646375	EXPRESS PARTS AUTO PARTS FOR PROFESSIONALS
Registration Number:	2886176	MURRAY'S AUTO PARTS
Registration Number:	1601501	MURRAY'S DISCOUNT AUTO STORES THE AUTO PARTS SUPERMARKET
Registration Number:	1506561	MURRAY'S DISCOUNT AUTOSTORES
Serial Number:	78789488	MURRAY'S VIP PROGRAM
Registration Number:	2108692	SUPERPARTS-SUPERPEOPLE-SUPERPRICES
Registration Number:	1730061	WE'RE THE PLACE WITH ALL THE PARTS!

CORRESPONDENCE DATA

900055575

**TRADEMARK
 REEL: 003368 FRAME: 0412**

CH \$265.00 1672249

Fax Number: (602)734-3750
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 6022625311
Email: trademarks@lrlaw.com
Correspondent Name: Sean D. Garrison
Address Line 1: 40 North Central Avenue, 19th Floor
Address Line 4: Phoenix, ARIZONA 85004

ATTORNEY DOCKET NUMBER:	44148.3
NAME OF SUBMITTER:	Sean D. Garrison
Signature:	/Sean D. Garrison/
Date:	08/14/2006

Total Attachments: 6
source=Fastland Merger_CSK Auto#page1.tif
source=Fastland Merger_CSK Auto#page2.tif
source=Fastland Merger_CSK Auto#page3.tif
source=Fastland Merger_CSK Auto#page4.tif
source=Fastland Merger_CSK Auto#page5.tif
source=Fastland Merger_CSK Auto#page6.tif

Delaware

PAGE 1

The First State

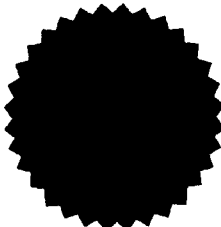
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FASTLANE MERGER LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "CSK AUTO, INC." UNDER THE NAME OF "CSK AUTO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ARIZONA, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF FEBRUARY, A.D. 2006, AT 7:50 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2006, AT 12:04 O'CLOCK A.M.

4110946 8100M

060144896



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4544617

DATE: 02-23-06

TRADEMARK
REEL: 003368 FRAME: 0414

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:48 PM 02/15/2006
FILED 07:50 PM 02/15/2006
SRV 060144896 - 4063389 FILE

CERTIFICATE OF MERGER

OF

FASTLANE MERGER LLC

WITH AND INTO

CSK AUTO, INC.

CSK Auto, Inc. ("Parent"), a corporation organized and existing under the laws of the state of Arizona, hereby certifies that:

FIRST: The name and state of formation or incorporation of each of the constituent entities is as follows:

1. CSK Auto, Inc., a corporation organized and existing under the laws of the State of Arizona; and
2. Fastlane Merger LLC ("Subsidiary"), a limited liability company organized and existing under the laws of the state of Delaware.

SECOND: An Agreement and Plan of Merger has been approved and executed by each of the constituent entities in the form attached hereto as Exhibit A.

THIRD: CSK Auto, Inc. shall be the surviving entity following the merger.

FOURTH: The effective time of the merger shall be 12:04 a.m. Eastern Standard Time on February 28, 2006.

FIFTH: A copy of the Agreement of Merger is on file at the executive offices of Parent at 645 E. Missouri Avenue, Suite 400, Phoenix, Arizona 85012-1373.

SIXTH: Parent owns 100% of the outstanding shares of each class of the stock of Subsidiary.

IN WITNESS WHEREOF, CSK Auto, Inc. has caused this Certificate to be executed and filed.

CSK Auto, Inc.

/s/ Martin Fraser
By: Martin Fraser
Its: President and Chief Operating Officer

Exhibit A

AGREEMENT AND PLAN OF MERGER

BETWEEN

FASTLANE MERGER LLC

AND

CSK AUTO, INC.

This Agreement and Plan of Merger (this "*Agreement*") dated as of February 14, 2006 is by and between Fastlane Merger LLC, a Delaware limited liability company ("*Subsidiary*"), and CSK Auto, Inc., an Arizona corporation ("*Parent*") and, together with Subsidiary, the "*Constituent Entities*").

WHEREAS, the Board of Directors of Parent has deemed it advisable that Subsidiary be merged with and into Parent, and Parent shall be the surviving entity in the merger (the "*Merger*"), as hereinafter agreed and specified;

WHEREAS, 100% of the outstanding shares of each class of stock of Subsidiary are owned by Parent;

NOW THEREFORE, in consideration of the premises, and the covenants, terms and conditions below, the Constituent Entities hereby agree as follows:

- 1. Merger and Surviving Corporation.** As of 12:04 a.m. Eastern Standard Time on February 28, 2006 (the "*Effective Time*"), Subsidiary shall merge with and into Parent. Parent shall be the surviving entity. As of the Effective Time, the corporate existence of Subsidiary shall cease.
- 2. Outstanding Shares.** None of the shares of common stock of Parent shall be converted as a result of the Merger and all such shares shall remain unchanged. The outstanding membership interests of Subsidiary shall be cancelled at the Merger, and shall thereafter be null, void and of no further force or effect.
- 3. Approval.** This Agreement has been approved by the Board of Directors of Parent. This Agreement has been approved by the sole member of Subsidiary. Pursuant to Section 10-1104 of the Arizona Business Corporation Act, the approval of the Board of Directors of Subsidiary is not required.
- 4. Effect of Merger.** At the Effective Time: a) the Constituent Entities shall be a single entity, b) the separate existence of Subsidiary shall cease, and c) Parent shall assume all rights, properties, assets, liabilities and obligations of Subsidiary. At and after the Effective Time, Parent shall possess all the rights, privileges, immunities and franchises of Subsidiary and all property (real, personal and mixed) and all debts due on whatever account, including subscriptions to shares, and all other choses in action, and every other interest of or belonging to or due to Subsidiary shall be deemed to be transferred to and vested in Parent, without further act or deed; and the title to any real estate or any interest therein vested in either of the

Constituent Entities shall not revert or be in any way impaired by reason of the Merger. Such transfer to and vesting shall be deemed to occur by operation of law, and no consent or approval of any other person shall be required in connection with any such transfer or vesting unless such consent or approval is specifically required in the event of merger by law or by express provision in any contract, agreement, decree, order or other instrument to which either of the Constituent Entities is a party or by which either is bound. Parent shall be responsible and liable for all of the liabilities of Subsidiary.

5. Articles of Incorporation. The Articles of Incorporation of Parent in effect at the Effective Time shall continue in full force and effect.

IN WITNESS WHEREOF, Parent and Subsidiary have executed this Agreement as of the date first above written.

CSK Auto, Inc.

/s/ Martin Fraser
By: Martin Fraser
Its: President and Chief Operating Officer

Fastlane Merger LLC
By: CSK Auto, Inc.
Its sole member

/s/ Martin Fraser
By: Martin Fraser
Its: President and Chief Operating Officer

Delaware

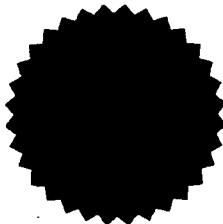
PAGE 1

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 CORRECTION OF "FASTLANE MERGER LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2006, AT 5:06 O'CLOCK P.M.

4063389 8100

060175049



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4549000

DATE: 02-24-06

TRADEMARK
REEL: 003368 FRAME: 0418

**CERTIFICATE OF CORRECTION
TO THE
CERTIFICATE OF MERGER
OF
FASTLANE MERGER LLC
WITH AND INTO
CSK AUTO, INC.**

CSK Auto, Inc., a corporation organized and existing under the laws of the State of Arizona, does hereby certify:

FIRST: That the name of the corporation is CSK Auto, Inc.

SECOND: That a Certificate of Merger of Fastlane Merger LLC with and into CSK Auto, Inc. (the "*Certificate of Merger*") was filed with the Secretary of State of the State of Delaware on February 15, 2006 and that the Certificate of Merger requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.

THIRD: That the inaccuracy of the Certificate of Merger is that the merger shall be effective 12:04 a.m. Eastern Standard Time on February 28, 2006

FOURTH: That the Certificate of Merger is hereby corrected as follows:

A. Article FOURTH is corrected to read in its entirety as follows:

"**FOURTH:** The effective time of the merger shall be 12:04 a.m. Eastern Standard Time on February 27, 2006 "

B. Paragraph 1. of Exhibit A to the Certificate of Merger is corrected to read in its entirety as follows:

"1. Merger and Surviving Corporation. As of 12:04 am Eastern Standard Time on February 27, 2006 (the "*Effective Time*"). Subsidiary shall merge with and into Parent. Parent shall be the surviving entity. As of the Effective Time, the corporate existence of Subsidiary shall cease."

IN WITNESS WHEREOF, said limited liability company has caused this Certificate of Correction to be executed this 23rd day of February, 2006.

By: CSK Auto, Inc.

/s/ Randi V. Morrison

By: Randi V. Morrison

Its: Vice President, General Counsel and
Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:03 PM 02/23/2006
FILED 05:06 PM 02/23/2006
SRV 060175049 - 4063389 FILE