

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Nationsrent, Inc.		12/31/2006	CORPORATION: DELAWARE
Nationsrent West, Inc.		12/31/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Sunbelt Rentals, Inc.
Street Address:	1337-B Hundred Oaks Drive
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28217
Entity Type:	CORPORATION: NORTH CAROLINA

**PROPERTY NUMBERS Total: 26**

Property Type	Number	Word Mark
Registration Number:	2407059	1-800-NO SWEAT
Registration Number:	3010374	A NEW NATION IS ON THE RISE
Registration Number:	2354802	NATIONS RENT
Registration Number:	2390584	
Registration Number:	2478688	
Registration Number:	2331810	NATIONS RENT
Registration Number:	2483579	NATIONS RENT
Registration Number:	2496250	NATIONS RENT
Registration Number:	2315739	NATIONS RENT
Registration Number:	2365905	NATIONS RENT
Registration Number:	2367538	NATIONSRENT
Registration Number:	2478421	NATIONS RENT 1-800-NO SWEAT

OP \$665.00 2407059

Registration Number:	2380392	NATIONSRENT
Registration Number:	2480812	NATIONSRENT
Registration Number:	2392280	NATIONS RENT NATIONSRENT 1-800-NO SWEAT
Registration Number:	2448196	NATIONS RENT "NO SWEAT."
Registration Number:	2312467	NATIONSRENT
Registration Number:	2388694	NATIONSRENT
Registration Number:	2483580	NATIONSRENT
Registration Number:	2357016	NATIONSRENT
Registration Number:	2357015	NATIONSRENT WE APPRECIATE YOUR BUSINESS
Registration Number:	2454199	"NO SWEAT...JUST PERFORMANCE"
Registration Number:	2483581	NATIONSRENT RACING
Registration Number:	2478588	NATIONS RENT RACING
Registration Number:	2480813	NATIONS RENT RACING
Registration Number:	2509600	NATIONS RENT RACING

**CORRESPONDENCE DATA**

Fax Number: (919)834-4564  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (919) 828.0564  
Email: trademarks@parkerpoe.com  
Correspondent Name: James A. Thomas  
Address Line 1: 150 Fayetteville Street Mall  
Address Line 2: Suite 1400, P.O. Box 389  
Address Line 4: Raleigh, NORTH CAROLINA 27612-0389

ATTORNEY DOCKET NUMBER:	96770
NAME OF SUBMITTER:	James A. Thomas
Signature:	/jat/
Date:	01/11/2007

Total Attachments: 8  
source=Sunbelt Certificate of Merger#page1.tif  
source=Sunbelt Certificate of Merger#page2.tif  
source=Sunbelt Certificate of Merger#page3.tif  
source=Sunbelt Certificate of Merger#page4.tif  
source=Sunbelt Certificate of Merger#page5.tif  
source=Sunbelt Certificate of Merger#page6.tif  
source=Sunbelt Certificate of Merger#page7.tif  
source=Sunbelt Certificate of Merger#page8.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:

"BDK EQUIPMENT COMPANY, INC.", A CALIFORNIA CORPORATION,

"LAS OLAS FOURTEEN CORPORATION", A DELAWARE CORPORATION,

"LAS OLAS TWELVE CORPORATION", A DELAWARE CORPORATION,

"LOGAN EQUIPMENT CORP.", A DELAWARE CORPORATION,

"NATIONSRENT COMPANIES, INC.", A DELAWARE CORPORATION,

"NATIONSRENT, INC.", A DELAWARE CORPORATION,

"NATIONSRENT TRANSPORTATION SERVICES, INC.", A DELAWARE CORPORATION,

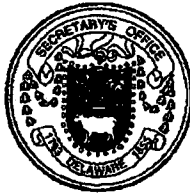
"NATIONSRENT USA, INC.", A DELAWARE CORPORATION,

"NATIONSRENT WEST, INC.", A DELAWARE CORPORATION,

"NRGP, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SUNBELT RENTALS, INC." UNDER THE NAME OF "SUNBELT RENTALS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NORTH CAROLINA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2006, AT 12:19 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF



4280642 8100M

061194352

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5334458

DATE: 01-08-07

TRADEMARK  
REEL: 003459 FRAME: 0622

# Delaware

PAGE 2

*The First State*

THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF  
DECEMBER, A.D. 2006, AT 11:59 O'CLOCK P.M.

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

4280642 8100M

061194352



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5334458

DATE: 01-08-07

TRADEMARK  
REEL: 003459 FRAME: 0623

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:19 PM 12/28/2006  
FILED 12:19 PM 12/28/2006  
SRV 061194352 - 3628899 FILE

**STATE OF DELAWARE**  
**CERTIFICATE OF MERGER**  
**OF**  
**DOMESTIC CORPORATIONS**  
**WITH AND INTO**  
**FOREIGN CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executes the following Certificate of Merger:

**FIRST:** The name and state of incorporation of each constituent corporation are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Sunbelt Rentals, Inc.	North Carolina
NationsRent Companies, Inc.	Delaware
Las Olas Twelve Corporation	Delaware
Las Olas Fourteen Corporation	Delaware
NationsRent, Inc.	Delaware
NRGP, Inc.	Delaware
NationsRent USA, Inc.	Delaware
NationsRent West, Inc.	Delaware
Logan Equipment Corp.	Delaware
NationsRent Transportation Services, Inc.	Delaware
BDK Equipment Company, Inc.	California

**SECOND:** An agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Title 8, Section 252 of the Delaware General Corporation Law.

**THIRD:** The name of the surviving corporation is Sunbelt Rentals, Inc.

**FOURTH:** The Articles of Incorporation of the surviving corporation shall be its Articles of Incorporation in its domestic state of North Carolina.

**FIFTH:** The executed Agreement and Plan of Merger is on file at the executive offices of the surviving corporation as follows: Sunbelt Rentals, Inc., c/o General Counsel, 1337-B Hundred Oaks Drive, Charlotte, NC 28217.

CLT 997144v1

**SIXTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**SEVENTH:** The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at Sunbelt Rentals, Inc., c/o General Counsel, Post Office Box 410328, Charlotte, NC 28241.

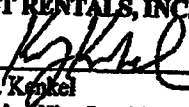
**EIGHTH:** This Certificate of Merger shall be effective at 11:59:59 p.m., Eastern Standard Time, on December 31, 2006.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned surviving corporation has caused this Certificate of Merger to be signed by an authorized officer this 27 day of December, 2006.

SUNBELT RENTALS, INC.

By: \_\_\_\_\_

  
Kurt J. Kenkel

Executive Vice President – Business Development



**NORTH CAROLINA**  
**Department of The Secretary of State**

---

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

**ARTICLES OF MERGER**

**OF**

**SUNBELT RENTALS, INC.**

the original of which was filed in this office on the 29th day of December, 2006.



IN WITNESS WHEREOF, I have hereunto set  
my hand and affixed my official seal at the City  
of Raleigh, this 8th day of January, 2007.

*Elaine F. Marshall*

Secretary of State

Certification# 86233841-1 Reference# 8443472-ACH Page: 1 of 3  
Verify this certificate online at [www.secretary.state.nc.us/verification](http://www.secretary.state.nc.us/verification)

TRADEMARK  
REEL: 003459 FRAME: 0627



SOSID: 0554101  
Date Filed: 12/29/2006 8:05:00 AM  
Effective: 12/31/2006  
Elaine F. Marshall  
North Carolina Secretary of State  
C200636200500

**ARTICLES OF MERGER  
OF  
NATIONSRENT COMPANIES, INC.,  
LAS OLAS TWELVE CORPORATION, LAS OLAS FOURTEEN CORPORATION,  
NATIONSRENT, INC., NRG, INC., NATIONSRENT USA, INC.,  
NATIONSRENT WEST, INC., LOGAN EQUIPMENT CORP.,  
NATIONSRENT TRANSPORTATION SERVICES, INC.  
AND  
BDK EQUIPMENT COMPANY, INC.  
WITH AND INTO  
SUNBELT RENTALS, INC.**

Pursuant to Section 55-11-05(a) of the North Carolina Business Corporation Act, Sunbelt Rentals, Inc., a North Carolina business corporation, does hereby submit these Articles of Merger as the surviving business entity in a merger among two or more business entities.

1. The name and state of incorporation of each of the merging corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Sunbelt Rentals, Inc.	North Carolina
NationsRent Companies, Inc.	Delaware
Las Olas Twelve Corporation	Delaware
Las Olas Fourteen Corporation	Delaware
NationsRent, Inc.	Delaware
NRGP, Inc.	Delaware
NationsRent USA, Inc.	Delaware
NationsRent West, Inc.	Delaware
Logan Equipment Corp.	Delaware
NationsRent Transportation Services, Inc.	Delaware
BDK Equipment Company, Inc.	California

2. The name of the surviving entity is Sunbelt Rentals, Inc., a North Carolina corporation.

3. A Plan of Merger has been duly approved by each merging corporation in the manner required by law.

4. These Articles of Merger shall be effective at 11:59:59 p.m., Eastern Standard Time, on December 31, 2006.

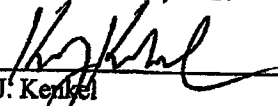
*[Signature Page Follows]*

CLT 997297v1

This the 27<sup>th</sup> day of December, 2006.

**SUNBELT RENTALS, INC.**

By: \_\_\_\_\_

  
Kurt J. Kenkel

Executive Vice President - Business Development