

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/17/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	SOUTH COAST AUTO INSURANCE MARKETING, INC.		11/17/2009
			Entity Type
			CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	FREEWAY INSURANCE SERVICES, INC.		
Street Address:	10801 Walker Street, Suite 250		
City:	Cypress		
State/Country:	CALIFORNIA		
Postal Code:	90630		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
	Registration Number:	3098153	
	Registration Number:	2175005	SOUTH COAST INSURANCE
	Registration Number:	2375639	PERSONAL SERVICE INSURANCE
CORRESPONDENCE DATA			
Fax Number:	(312)863-7806		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-863-7198		
Email:	nancy.brougher@goldbergekohn.com		
Correspondent Name:	Nancy Brougher		
Address Line 1:	Goldberg Kohn		
Address Line 2:	55 East Monroe Street, Suite 3300		
Address Line 4:	Chicago, ILLINOIS 60603		
ATTORNEY DOCKET NUMBER:	5125.168		

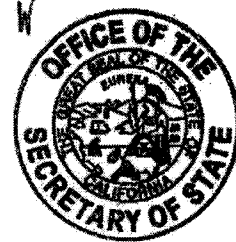
OP \$90.00 3098153

900149454

**TRADEMARK
 REEL: 004110 FRAME: 0070**

NAME OF SUBMITTER:	Nancy Brougher
Signature:	/njb/
Date:	12/08/2009
Total Attachments: 4 source=Certificate of Ownership#page1.tif source=Certificate of Ownership#page2.tif source=Certificate of Ownership#page3.tif source=Certificate of Ownership#page4.tif	

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 18 2009

DEBRA BOWEN
Secretary of State

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

CERTIFICATE OF OWNERSHIP

NOV 17 2009

November 17, 2009

John Addeo, Chairman of the Board, and John P. Iacono, Senior Vice President, General Counsel and Secretary, of Freeway Insurance Services, Inc., a corporation organized under the laws of the state of California (the "Corporation"), hereby certify that:

1. The Corporation owns one hundred percent of the outstanding shares of stock of South Coast Auto Insurance Marketing, Inc., a California corporation, one hundred percent of the outstanding shares of stock of Solo Insurance Services, Inc., a California corporation, and one hundred percent of the outstanding shares of stock of West Coast Auto Insurance Services, Inc., a California corporation (collectively, the "Wholly-Owned Subsidiaries").

2. On October 13th, 2009, the Board of Directors (the "Board") of the Corporation adopted a resolution to merge the Wholly-Owned Subsidiaries into the Corporation and to assume all obligations and liabilities of each of the Wholly-Owned Subsidiaries, in consideration of the following:

WHEREAS, South Coast Auto Insurance Marketing, Inc., a California corporation, Solo Insurance Services, Inc., a California corporation, and West Coast Auto Insurance Services, Inc., a California corporation, are wholly-owned subsidiaries of the Corporation (collectively, the "Wholly-Owned Subsidiaries");

WHEREAS, pursuant to Section 1110(a) of the Code, the Corporation proposes to merge each of the Wholly-Owned Subsidiaries into itself and to assume all obligations and liabilities of each of the Wholly-Owned Subsidiaries (the "Merger");

WHEREAS, the Board has determined that the Merger and the assumption of all obligations and liabilities of each of the Wholly-Owned Subsidiaries is advisable and fair to, and in the best interests of, the Corporation and the Corporation's stockholders.

3. Pursuant to Section 307(b) of the California Corporations Code (the "Code"), the Board thereupon adopted the following resolution to merge the Wholly-Owned Subsidiaries into the Corporation and to assume all obligations and liabilities of each of the Wholly-Owned Subsidiaries:


NOW, THEREFORE, BE IT RESOLVED, that the Merger and the assumption of all obligations and liabilities of each of the Wholly-Owned Subsidiaries, the performance thereof and the consummation of the transactions contemplated thereby, be, and hereby are, authorized and approved in all respects;

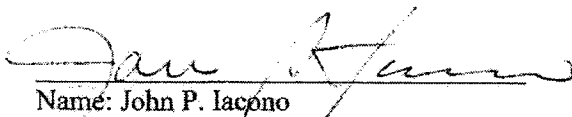
FURTHER RESOLVED, that the proper officers, any one of whom may act without the joinder of any of the others, be, and hereby are, authorized, empowered, and directed to, on behalf of and in the name of the Corporation to take all such further action, to pay all such fees and expenses, and to execute any necessary documents they may deem necessary, appropriate or advisable, the execution and delivery of any such documents by any proper officer to be conclusive evidence of such determination.

4. Such resolution was approved by unanimous written consent of the Board pursuant to Section 307(b) of the Code on October 13th, 2009 and has not been amended, modified or rescinded and remains in full force and effect on the date hereof.

[Signatures on following page]

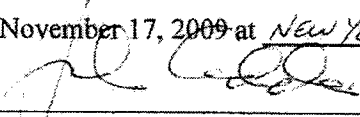
IN WITNESS WHEREOF, the undersigned have executed this Certificate of Ownership as of the date first written above.

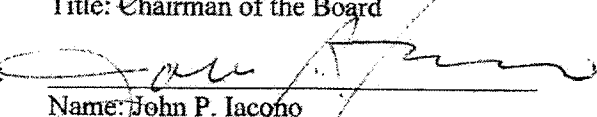
By: 
Name: John Addeo
Title: Chairman of the Board

By: 
Name: John P. Iacono
Title: Senior Vice President, General Counsel and Secretary

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Ownership are true and correct to our own knowledge.

Executed on November 17, 2009 at NEW YORK CITY, NY

By: 
Name: John Addeo
Title: Chairman of the Board

By: 
Name: John P. Iacono
Title: Senior Vice President, General Counsel and Secretary

