

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
J.C. Whitney & Co.		12/31/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Whitney Automotive Group, Inc.
Street Address:	111 W Wacker Dr
Internal Address:	#3000
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60601
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	74003026	J. C. WHITNEY
Serial Number:	74654726	GARAGE-PRO
Serial Number:	74654727	GARAGE-PRO
Serial Number:	76015160	CARPARTS.COM
Serial Number:	76059713	JCWHITNEY
Serial Number:	76369036	JCW
Serial Number:	77416119	JUST GREAT PARTS CHEAP
Serial Number:	78525716	INSTALLPRO
Serial Number:	78525739	INSTALLPRO
Serial Number:	78589114	JC WHITNEY
Serial Number:	78589127	JC WHITNEY EVERYTHING AUTOMOTIVE
Serial Number:	77817151	ALL BIKE SUPERSHOP

CH \$340.00 74003026

900152049

**TRADEMARK
 REEL: 004130 FRAME: 0859**

Serial Number:

77817159

ALL BIKE SUPERSHOP

CORRESPONDENCE DATA

Fax Number: (312)782-8585

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 3127823939

Email: swburt@jonesday.com

Correspondent Name: Scott W. Burt

Address Line 1: 77 W Wacker Dr

Address Line 2: #3500

Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:

560255-020002

NAME OF SUBMITTER:

Scott W. Burt

Signature:

/Scott W. Burt/

Date:

01/13/2010

Total Attachments: 2

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Delaware

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The First State

I, JEFFREY W. BULLOCK, 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:

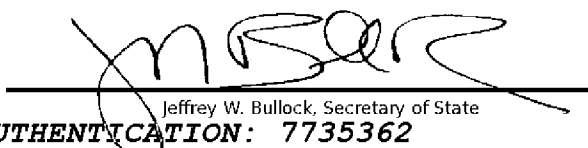
"STYLIN' CONCEPTS CORP.", AN OHIO CORPORATION,
WITH AND INTO "J. C. WHITNEY & CO." UNDER THE NAME OF
"WHITNEY AUTOMOTIVE GROUP, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D.
2009, AT 1:14 O'CLOCK P.M.

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

0362929 8100M

091155256




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7735362

DATE: 01-04-10

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004130 FRAME: 0861

**CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION AND
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name and State of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
J. C. Whitney & Co.	Delaware
Stylin' Concepts Corp.	Ohio

SECOND: The Agreement of Merger, dated December 31, 2009, by and between J. C. Whitney & Co. and Stylin' Concepts Corp. has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(c) of the Delaware General Corporation Law.

THIRD: J. C. Whitney & Co. (the "Surviving Corporation") will be the constituent corporation surviving the merger and will change its name to Whitney Automotive Group, Inc.

FOURTH: The Certificate of Incorporation of the J. C. Whitney & Co. shall be the Certificate of Incorporation of the Surviving Corporation. The Certificate of Incorporation of the Surviving Corporation is hereby amended so that Article First states as follows:

"The name of the corporation is Whitney Automotive Group, Inc."

FIFTH: That the Agreement of Merger is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 111 E. Wacker Drive, Suite 3000, Chicago, Illinois 60601.

SIXTH: A copy of the Agreement of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized Capital Stock of Stylin' Concepts Corp. is 850 common shares without par value.

IN WITNESS WHEREOF, the Surviving Corporation has caused this certificate to be signed by an authorized officer, the 31st day of December, 2009.

J. C. WHITNEY & CO.

By: 
Name: Thomas M. West
Title: President

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