

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2007 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-----------------------------------|----------|----------------|---------------------|
| Keystone Marketing Services, Inc. | | 12/21/2007 | CORPORATION: NEVADA |

RECEIVING PARTY DATA

| | |
|-------------------|---|
| Name: | Keystone Automotive Distributors Company, LLC |
| Street Address: | 44 Tunkhannock Avenue |
| Internal Address: | c/o Keystone Automotive Operations, Inc. |
| City: | Exeter |
| State/Country: | PENNSYLVANIA |
| Postal Code: | 18643 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|----------------------|---------|-----------|
| Registration Number: | 1012541 | KEYSTONE |
| Registration Number: | 1824708 | KEYSTONE |

CORRESPONDENCE DATA

Fax Number: (312)862-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3128623312
 Email: patrick.lau@kirkland.com
 Correspondent Name: Kirkland & Ellis LLP
 Address Line 1: 300 North LaSalle
 Address Line 2: c/o Patrick Lau, Legal Assistant
 Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 40990-5 PL

900182724

**TRADEMARK
 REEL: 004464 FRAME: 0485**

CH \$65.00 1012541

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|--|-------------|
| NAME OF SUBMITTER: | Patrick Lau |
| Signature: | /pl/ |
| Date: | 01/31/2011 |
| Total Attachments: 3 source=delaware certificate of merger of keystone marketing services, inc. into keystone automotive distrib#page1.tif source=delaware certificate of merger of keystone marketing services, inc. into keystone automotive distrib#page2.tif source=delaware certificate of merger of keystone marketing services, inc. into keystone automotive distrib#page3.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:

"KEYSTONE MARKETING SERVICES, INC.", A NEVADA CORPORATION, WITH AND INTO "KEYSTONE AUTOMOTIVE DISTRIBUTORS COMPANY, LLC" UNDER THE NAME OF "KEYSTONE AUTOMOTIVE DISTRIBUTORS COMPANY, LLC", A SERIES LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2007, AT 2:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2007.

4076785 8100M

071361217



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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6272050

DATE: 12-29-07

TRADEMARK
REEL: 004464 FRAME: 0487

CERTIFICATE OF MERGER

MERGING

KEYSTONE MARKETING SERVICES, INC.

INTO

KEYSTONE AUTOMOTIVE DISTRIBUTORS COMPANY, LLC

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

It is hereby certified as of the 21st day of December, 2007, that:

FIRST: The name of the surviving limited liability company is Keystone Automotive Distributors Company, LLC, a Delaware limited liability company (the "Surviving Limited Liability Company").

SECOND: The name of the corporation being merged into the Surviving Limited Liability Company is Keystone Marketing Services, Inc., a Nevada corporation (the "Corporation").

THIRD: The Plan of Merger has been approved and executed by both the Corporation and the Surviving Limited Liability Company.

FOURTH: The executed Plan of Merger is on file at the principal place of business of the Surviving Limited Liability Company. The address of the principal place of business of the Surviving Limited Liability Company is as follows: c/o Keystone Automotive Operations, Inc., 44 Tunkhannock Avenue, Exeter, PA 18643.

FIFTH: A copy of the Plan of Merger will be furnished by the Surviving Limited Liability Company, on request and without cost to any member of the Surviving Limited Liability Company or any stockholder of the Corporation.

SIXTH: The merger is to become effective on December 31, 2007.

* * * * *

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the date first set forth above.

KEYSTONE MARKETING SERVICES, INC.

By: Patrick Judge
Name: Patrick Judge
Title: Executive Vice President and Secretary

KEYSTONE AUTOMOTIVE DISTRIBUTORS COMPANY, LLC

By: Patrick Judge
Name: Patrick Judge
Title: Executive Vice President and Secretary