

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	CONVERSION FROM A CORPORATION TO A LIMITED LIABILITY COMPANY																										
CONVEYING PARTY DATA																											
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<p>Fax Number: 7344184279 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 734-418-4278 Email: tmdocketing@honigman.com Correspondent Name: Jennifer Sheehan Anderson Address Line 1: 39400 WOODWARD AVE., SUITE 101 Address Line 4: BLOOMFIELD HILLS, MICHIGAN 48304</p>																											
ATTORNEY DOCKET NUMBER:	215407-324609																										

CH \$140.00 2562738

NAME OF SUBMITTER:	Jennifer Sheehan Anderson
Signature:	/Jennifer Sheehan Anderson/
Date:	05/10/2012
Total Attachments: 4 source=BPILLC Delaware Cert of Formation-Conversion 03-16-2012#page1.tif source=BPILLC Delaware Cert of Formation-Conversion 03-16-2012#page2.tif source=BPILLC Delaware Cert of Formation-Conversion 03-16-2012#page3.tif source=BPILLC Delaware Cert of Formation-Conversion 03-16-2012#page4.tif	

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BRAKE PARTS INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BRAKE PARTS INC." TO "BRAKE PARTS INC LLC", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MARCH, A.D. 2012, AT 11:13 O'CLOCK A.M.

2172843 8100V

120319967




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9436713

DATE: 03-16-12

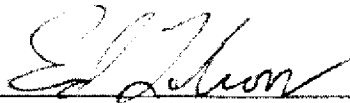
You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004777 FRAME: 0399

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The jurisdiction where the Corporation was first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Corporation was first formed is September 19, 1988.
4. The name of the Corporation immediately prior to filing this Certificate is Brake Parts Inc.
5. The name of the limited liability company as set forth in the Certificate of Formation is Brake Parts Inc LLC.
6. This certificate of conversion shall be effective on the date of filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 16 day of March, 2012.

By 
Edmund T. LaCross
Vice President, Tax

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "BRAKE PARTS INC LLC" FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MARCH, A.D. 2012, AT 11:13 O'CLOCK A.M.

2172843 8100V

120319967




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9436713

DATE: 03-16-12

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

TRADEMARK
REEL: 004777 FRAME: 0401

CERTIFICATE OF FORMATION
OF
BRAKE PARTS INC LLC


This Certificate of Formation of Brake Parts Inc LLC (the "LLC") is being duly executed and filed by the undersigned as an authorized person, to form a limited liability company under the Delaware Limited Liability Act.

FIRST: The name of the limited liability company formed hereby is Brake Parts Inc LLC

SECOND: The address of its registered office of the LLC in the State of Delaware is c/o Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County Delaware 19801.

THIRD: The name of the registered agent for service of process on the LLC in the State of Delaware at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Brake Parts Inc LLC this 16 day of March, 2012.



Edmund T. LaCross
Authorized Person