

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ATS/Alpine, LLC		12/12/2012	LIMITED LIABILITY COMPANY: ALABAMA
RECEIVING PARTY DATA			
Name:	ATS Operating, LLC		
Street Address:	1248 Center Point Parkway		
Internal Address:	Attn: Timothy Alvis, President		
City:	Birmingham		
State/Country:	ALABAMA		
Postal Code:	35215		
Entity Type:	LIMITED LIABILITY COMPANY: ALABAMA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	78941414	ALABAMA THRIFT STORE	
Serial Number:	76256692	AMERICA'S THRIFT STORE	
Serial Number:	74623156	AMERICA'S THRIFT STORE	
Serial Number:	74431748	AMERICA'S THRIFT STORES OF GEORGIA, INC.	
Serial Number:	74067031		
Serial Number:	78949977	WHERE EVERY PURCHASE HELPS OTHERS	
CORRESPONDENCE DATA			
Fax Number:	2052445714		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	205-458-5284		
Email:	ivincent@burr.com		
Correspondent Name:	India E. Vincent		
Address Line 1:	420 North 20th Street		

CH \$165.00 78941414

Address Line 2: Suite 3400
Address Line 4: Birmingham, ALABAMA 35203

ATTORNEY DOCKET NUMBER:	60220-4
NAME OF SUBMITTER:	India E. Vincent
Signature:	/india vincent/
Date:	12/26/2012

Total Attachments: 3
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**CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF FORMATION OF
ATS/ALPINE, LLC**

(Changing its name to ATS Operating, LLC)

Alabama
Sec. Of State
Entity Change DLL
100-759
Date 12/14/2012
Time 17:00
121219 3 PM
File \$50.00
Ackn \$.00
Exp \$100.00
Total \$150.00
09/003

Pursuant to the Alabama Limited Liability Company Law as set forth in Chapter 1 and Chapter 5 of the Alabama Business and Nonprofit Entity Code, the undersigned hereby adopts the following amendment to its Certificate of Formation:

ONE: The name of the limited liability company is ATS/Alpine, LLC (the "Company") and its Alabama Secretary of State Entity ID Number is 100-759.

TWO: The Company is a domestic limited liability company.

THREE: The Company filed its Certificate of Formation with the Judge of Probate of Jefferson County, Alabama, on October 5, 2012 converting from Alabama Thrift Stores, Inc., an Alabama corporation, to an Alabama limited liability company. Alabama Thrift Stores, Inc. filed its Articles of Incorporation with the Judge of Probate of Jefferson County, Alabama, on October 25, 1984.

FOUR: The Certificate of Formation is hereby amended as follows:

(a) Article XII is hereby deleted in its entirety; and

(b) Article I is hereby deleted in its entirety, and the following is substituted in lieu thereof:

ARTICLE I.

The name of the limited liability company is ATS Operating, LLC (the "Company") and its Alabama Secretary of State Entity ID Number is 100-759.

Wherever else in said Certificate the name "ATS/Alpine, LLC" shall appear, the same shall be deleted and the name "ATS Operating, LLC" shall be substituted in lieu thereof.

FIVE: This Amendment to the Certificate of Formation of the Company was approved in the manner required by the Alabama Limited Liability Company Law as set forth in Chapter 1 and Chapter 5 of the Alabama Business and Nonprofit Entity Code, and the Operating Agreement of the Company.

IN WITNESS WHEREOF, this instrument has been subscribed as of the 12th day of December, 2012, by the undersigned member of the Company, who affirms that the statements made herein are true under the penalties of perjury.

MEMBER:

ATS Holding, LLC

By: 

Name: Timothy Alvis

Its: Chief Executive Officer

This instrument prepared by:
Norman Orr, Esq.
BURR & FORMAN LLP
420 North 20th Street, Suite 3400
Birmingham, Alabama 35203
205/251-3000

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, **Beth Chapman, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama 1975*, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

ATS Operating, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Burr & Forman LLP c/o Ellen Prescott, 420 No. 20th St., Ste. 3400, Birmingham, AL 35203 for a period of one hundred twenty days beginning December 10, 2012 and expiring April 10, 2013.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.



616-302

December 10, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State