

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/31/2013		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Entity Type		
	HD America, Inc.		03/25/2013
	CORPORATION: MISSOURI		
RECEIVING PARTY DATA			
Name:	HDA Truck Pride, Inc.		
Street Address:	608 Lambert Pointe Drive		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63042		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 8			
	Property Type	Number	Word Mark
	Registration Number:	1427386	HD AMERICA, INC.
	Registration Number:	1940291	HEAVY DUTY AMERICA
	Registration Number:	2709602	HDA PARTS NETWORK
	Registration Number:	2319871	HDA PARTS NETWORK
	Registration Number:	2443687	HDA PARTS NETWORK
	Registration Number:	2319870	HDA PARTS NETWORK
	Registration Number:	1419516	HD AMERICA, INC.
	Registration Number:	4159490	SERVICE PARTNER
CORRESPONDENCE DATA			
Fax Number:	2033271096		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	203-324-6155		

OP \$215.00 1427386

Email: ccobb@ssjr.com  
Correspondent Name: Gene S. Winter  
Address Line 1: 986 Bedford Street  
Address Line 2: St. Onge Steward Johnston & Reens LLC  
Address Line 4: Stamford, CONNECTICUT 06905

ATTORNEY DOCKET NUMBER:	01048-A0055A
NAME OF SUBMITTER:	Gene S. Winter
Signature:	/Gene S. Winter/
Date:	07/03/2013

**Total Attachments: 4**

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source=Merger to HDA Truck Pride, Inc#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 THE CERTIFICATE OF MERGER, WHICH MERGES:

"HD AMERICA, INC.", A MISSOURI CORPORATION,  
WITH AND INTO "HDA TRUCK PRIDE, INC." UNDER THE NAME OF "HDA TRUCK PRIDE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF MARCH, A.D. 2013, AT 3:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

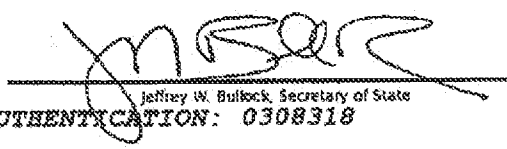
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2013.

4865065 8330

130352919

You may verify this certificate online  
at [corp.delaware.gov/suthvar.shtml](http://corp.delaware.gov/suthvar.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0308318

DATE: 03-25-13

TRADEMARK  
REEL: 005063 FRAME: 0017

STATE OF MISSOURI  
ROBIN CARNAHAN, SECRETARY OF STATE  
P.O. BOX 778 / 600 W. MAIN STREET, ROOM 322  
JEFFERSON CITY, MO 65102

File Number:  
  
Date Filed: 03/25/2013  
Effective Date: 03/31/2013  
  
Jason Kander  
Secretary of State

**SUMMARY ARTICLES OF MERGER**

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

- (1) The name, state or country of organization and nature or type of each constituent entity proposing to merge are:  
  
H D AMERICA, INC., a Missouri corporation, Charter No. 00242366 (the "Merging Entity"); and  
  
HDA TRUCK PRIDE, Inc., a Delaware corporation not qualified to do business in Missouri (the "Surviving Entity").
- (2) An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations as required by Chapter 351, RSMo.
- (3) The name of the Surviving Entity shall be HDA Truck Pride, Inc., a Delaware corporation.
- (4) There are no amendments or changes to the articles of the Surviving Entity, and the articles of the Surviving Entity shall be the articles of incorporation.
- (5) The executed Agreement of Merger is on file at the principal place of business of the surviving corporation at 608 Lambert Pointe Drive, St. Louis, Missouri 63042.
- (6) A copy of the Agreement of Merger will be furnished by the Surviving Entity, on request and without cost, to any shareholder of any constituent corporation.
- (7) The effective date of this document is March 31, 2013.

Name and address to return filed document:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

City, State, and Zip Code: \_\_\_\_\_

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State of Missouri  
Merger - General Business - Domestic 5 Page(s)



**TRADEMARK**  
**REEL: 005063 FRAME: 0018**

- (8) The Surviving Entity is a foreign corporation, and it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:
- (a) The Surviving Entity may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri which is party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against the Surviving Entity;
  - (b) The Secretary of State of the State of Missouri shall be and hereby is irrevocably appointed as the agent of the Surviving Entity to accept service of process in any such proceeding; the address to which the service of process in any such proceeding shall be mailed is United Corporate Services, Inc., 874 Walker Road, Suite C, Dover, Delaware 19904.
  - (c) The Surviving Entity will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The General and Business Corporation Law of Missouri" with respect to the rights of dissenting shareholders.

*[Remainder of Page Left Blank Intentionally - Signature Page Follows This Page]*

IN WITNESS WHEREOF, these Articles of Merger have been executed and verified by the authorized representatives of each entity on the 25<sup>TH</sup> day of March, 2013.

HD AMERICA, INC.,  
a Missouri corporation

By: David L. Rhoads  
Name: DAVID L. RHOADS  
Title: CFO

HDA TRUCK PRIDE, INC.,  
a Delaware corporation

By: David L. Rhoads  
Name: DAVID L. RHOADS  
Title: CFO