

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM338887

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Keystone Automotive Distributors Company, LLC		12/19/2014	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Keystone Automotive Operatons, Inc.		
<b>Street Address:</b>	44 Tunkhannock Avenue		
<b>City:</b>	Exeter		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	18643		
<b>Entity Type:</b>	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85762446	LINK	
<b>Serial Number:</b>	77641150	KEYSTONE AUTOMOTIVE OPERATIONS, INC.	
<b>Serial Number:</b>	74310101	KEYSTONE	
<b>Serial Number:</b>	72455435	KEYSTONE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2159814750		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	215-981-4194		
<b>Email:</b>	kennedyp@pepperlaw.com, catalant@pepperlaw.com		
<b>Correspondent Name:</b>	Paul J. Kennedy		
<b>Address Line 1:</b>	Eighteenth and Arch Streets		
<b>Address Line 2:</b>	3000 Two Logan Square		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103-2799		
<b>ATTORNEY DOCKET NUMBER:</b>	113076.124		
<b>NAME OF SUBMITTER:</b>	Paul J. Kennedy		
<b>SIGNATURE:</b>	/Paul J. Kennedy/		
<b>DATE SIGNED:</b>	04/21/2015		

OP \$115.00 85762446

**Total Attachments: 7**

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COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE

APRIL 7, 2015

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

**KEYSTONE AUTOMOTIVE OPERATIONS, INC.**

I, Pedro A. Cortés, Acting Secretary of the Commonwealth of Pennsylvania  
do hereby certify that the foregoing and annexed is a true and correct  
copy of  
ARTICLES OF MERGER-BUSINESS filed on December 23, 2014  
which appear of record in this department.



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and caused  
the Seal of the Secretary's Office to  
be affixed, the day and year above  
written.

*Pedro A. Cortés*

Acting Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Articles/Certificate of Merger

(15 Pa.C.S.)

- Domestic Business Corporation (§ 1926)  
 Domestic Nonprofit Corporation (§ 5926)  
 Limited Partnership (§ 8547)

PENNCORP SERVICEGROUP, INC. 14299  
600 N. SECOND ST.  
P.O. BOX 1210  
HARRISBURG PA 17108-1210

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania  
ARTICLES OF MERGER-BUSINESS 8 Page(s)



T1435764044

Fee: \$150 plus \$40 additional for each Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:

Keystone Automotive Operations, Inc.

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County

c/o National Registered Agents, Inc. Dauphin

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of \_\_\_\_\_ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County

c/o

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of \_\_\_\_\_ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street City State Zip



## ADDENDUM TO ARTICLES/CERTIFICATE OF MERGER

3. The name and address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Commercial Registered Office Provider	County
Keystone Automotive Holdings, Inc.	Not Qualified	
Keystone Automotive Distributors Company, LLC	National Registered Agents, Inc.	Dauphin
Stag Parkway Holding Company	Not Qualified	
Stag-Parkway, Inc.	Not Qualified	

**AGREEMENT OF MERGER  
OF  
KEYSTONE AUTOMOTIVE OPERATIONS, INC.;  
KEYSTONE AUTOMOTIVE HOLDINGS, INC.;  
KEYSTONE AUTOMOTIVE DISTRIBUTORS COMPANY, LLC;  
STAG PARKWAY HOLDING COMPANY  
AND  
STAG-PARKWAY, INC.**

AGREEMENT OF MERGER, pursuant to the provisions of Pennsylvania Corporate Law, dated this 19<sup>th</sup> day of December, 2014, among Keystone Automotive Operations, Inc., a Pennsylvania corporation (herein "Surviving Corporation"), Keystone Automotive Holdings, Inc., a Delaware corporation, Keystone Automotive Distributors Company, LLC, a Delaware limited liability company, Stag Parkway Holding Company, a Delaware corporation, and Stag-Parkway, Inc., a Georgia corporation (each, a "Merging Company" and collectively, the "Merging Companies").

WITNESSETH that:

WHEREAS, all of the constituent companies desire to merge into a single corporation; and

NOW THEREFORE, the companies, parties to the Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

1. The Merging Companies shall be merged with and into Surviving Corporation (the "Merger").
2. The Certificate of Incorporation of Surviving Corporation, as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.
3. Upon effectiveness of the Merger, all shares or membership interests of the Merging Companies immediately prior to the effectiveness of the Merger shall be converted into no shares of the Surviving Corporation. All the shares of the Surviving Corporation shall not be converted in any manner, but each such share which is issued as of the effective date of the merger shall continue to represent one issued share of the Surviving Corporation.
4. The Surviving Corporation shall assume the assets and liabilities of the Merging Companies.
5. The by-laws of the Surviving Corporation as they exist of the effective date of this merger shall be and remain the by-laws of the Surviving Corporation until the same shall be altered, amended and repealed as therein provided.
6. This merger shall become effective as of December 31, 2014.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors or Managers have caused these presents to be executed by an officer of each party hereto as the respective act, deed, and agreement of each said corporation on this 19th day of December, 2014.

KEYSTONE AUTOMOTIVE OPERATIONS, INC.

By: Walter P. Hanley  
Walter P. Hanley, Vice President

By: Matthew J. McKay  
Matthew J. McKay, Secretary

KEYSTONE AUTOMOTIVE HOLDINGS, INC.

By: Walter P. Hanley  
Walter P. Hanley, Vice President

By: Matthew J. McKay  
Matthew J. McKay, Secretary

KEYSTONE AUTOMOTIVE DISTRIBUTORS COMPANY, LLC

By: Walter P. Hanley  
Walter P. Hanley, Vice President

By: Matthew J. McKay  
Matthew J. McKay, Secretary

STAG PARKWAY HOLDING COMPANY

By: Walter P. Hanley  
Walter P. Hanley, Vice President

By: Matthew J. McKay  
Matthew J. McKay, Secretary

STAG-PARKWAY, INC.

By: Walter P. Hanley  
Walter P. Hanley, Vice President

By: Matthew J. McKay  
Matthew J. McKay, Secretary



IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

19th day of December, 2014.

Keystone Automotive Operations, Inc.

Name of Corporation/Limited Partnership

*Walter P. Hawley*  
Signature

Vice President

Title

Keystone Automotive Operations, Inc.

Name of Corporation/Limited Partnership

*Matt J. McKinley*  
Signature

Secretary

Title