

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM344251

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the Nature of Conveyance previously recorded on Reel 005026 Frame 0135. Assignor(s) hereby confirms the Change of Name.		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Aqua2 Acquisition, Inc.		06/09/2015	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Drive N Style, LLC		
<b>Street Address:</b>	440 South Church Street, Suite 700		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28202		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 14</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3588917	AUTOQUAL	
<b>Registration Number:</b>	3330574	AUTOQUAL	
<b>Registration Number:</b>	4261276	AUTOQUAL	
<b>Registration Number:</b>	2326001	AUTOQUAL USA	
<b>Registration Number:</b>	2331849	AUTOQUAL USA	
<b>Registration Number:</b>	3149736	CREATE YOUR OWN SPECIAL EDITION	
<b>Registration Number:</b>	2641639	DEALER MUST REMOVE PROTECTIVE COVER	
<b>Registration Number:</b>	2387709	DEALER MUST REMOVE PROTECTIVE COVER	
<b>Registration Number:</b>	2641638	DEALER MUST REMOVE PROTECTIVE COVER	
<b>Registration Number:</b>	4261278	DRIVE N STYLE	
<b>Registration Number:</b>	3143289	DRIVE-N-STYLE	
<b>Registration Number:</b>	3143288	DRIVE-N-STYLE	
<b>Registration Number:</b>	3347759	SEATPROS	
<b>Registration Number:</b>	3096649	WHEN FIRST IMPRESSIONS COUNT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3367266991		
<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>TRADEMARK</b>			

CH \$365.00 3588917

**Phone:** 3367213747  
**Email:** DCornatzer@wcsr.com  
**Correspondent Name:** Randel S. Springer  
**Address Line 1:** One West Fourth Street  
**Address Line 4:** Winston-Salem, NORTH CAROLINA 27101

**ATTORNEY DOCKET NUMBER:** 74988.0015.9

**NAME OF SUBMITTER:** Randel S. Springer

**SIGNATURE:** /Randy Springer/

**DATE SIGNED:** 06/11/2015

**Total Attachments: 9**

source=Original Assignment.Cover Page#page1.tif  
source=Original Assignment.Cover Page#page2.tif  
source=DE Charter Drive N Style#page1.tif  
source=DE Charter Drive N Style#page2.tif  
source=DE Charter Drive N Style#page3.tif  
source=DE Charter Drive N Style#page4.tif  
source=DE Charter Drive N Style#page5.tif  
source=DE Charter Drive N Style#page6.tif  
source=DE Charter Drive N Style#page7.tif

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
Aqua 2 Acquisition, Inc.		05/01/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Aqua 2 Acquisition, LLC
Street Address:	440 S. Church Street, Suite 700
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28202
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 16**

Property Type	Number	Word Mark
Registration Number:	3588917	AUTOQUAL
Registration Number:	3330574	AUTOQUAL
Registration Number:	4261276	AUTOQUAL
Registration Number:	2326001	AUTOQUAL USA
Registration Number:	2331849	AUTOQUAL USA
Registration Number:	3149736	CREATE YOUR OWN SPECIAL EDITION
Registration Number:	3248206	CREATE YOUR OWN SPECIAL EDITION
Registration Number:	2641639	DEALER MUST REMOVE PROTECTIVE COVER
Registration Number:	2387709	DEALER MUST REMOVE PROTECTIVE COVER
Registration Number:	2641638	DEALER MUST REMOVE PROTECTIVE COVER
Registration Number:	4261278	DRIVE N STYLE
Registration Number:	3143288	DRIVE-N-STYLE
Registration Number:	3143289	DRIVE-N-STYLE
Registration Number:	3292750	"OUR FACTORY LOOK IS THE DIFFERENCE!"

OP \$415.00 3588917

Registration Number:	3347759	SEATPROS
Registration Number:	3096649	WHEN FIRST IMPRESSIONS COUNT

**CORRESPONDENCE DATA**

Fax Number: 7043584706  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 704-644-8113  
Email: sarah.heath@drivenbrands.com  
Correspondent Name: Sarah Heath  
Address Line 1: 440 S. Church Street, Suite 700  
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	AQ2 - TM ASSIGNMENT
NAME OF SUBMITTER:	Sarah Heath
Signature:	//Sarah Heath//
Date:	05/13/2013

Total Attachments: 3  
source=Aqua2 - Trademark Assignment#page1.tif  
source=Aqua2 - Trademark Assignment#page2.tif  
source=Aqua2 - Trademark Assignment#page3.tif

**STATE OF DELAWARE  
CERTIFICATE OF INCORPORATION  
A STOCK CORPORATION**

- **First:** The Name of this Corporation is **Aqua2 Acquisition, Inc.**
- **Second:** Its registered office in the State of Delaware is to be located at 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, Zip Code 19904-7620. The registered agent in charge thereof is National Registered Agents, Inc.
- **Third:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **Fourth:** The amount of the total stock of this corporation which the corporation is authorized to issue is One Hundred (100) shares with a par value of 01/100 Dollar (\$.01) per share.
- **Fifth:** The name and mailing address of the incorporator are as follows:

Name            Amy K. Reynolds  
Address        Driven Brands, Inc.  
                    128 S. Tryon Street, Suite 900  
                    Charlotte, North Carolina 28202

- **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 13 day of November, A.D. 2007.

BY:   
(Incorporator)

NAME:            Amy K. Reynolds

**CERTIFICATE OF MERGER OF  
AERO-COLOURS, INC.  
WITH AND INTO  
AQUA2 ACQUISITION, INC.**

Aqua2 Acquisition, Inc., a Delaware corporation (the "Corporation"), desiring to merge Aero-Colours, Inc., a Minnesota corporation (the "Aero-Colours"), with and into the Corporation (the "Merger") pursuant to Section 252 of the General Corporation Law of the State of Delaware hereby certifies as follows:

**FIRST:** The name and state of incorporation of each of the constituent corporations to the Merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Aqua2 Acquisition, Inc.	Delaware
Aero-Colours, Inc.	Minnesota

**SECOND:** An Agreement and Plan of Merger dated as of December 27, 2012 (the "Agreement of Merger") between the Constituent Corporations has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware (and by the written consent of the sole stockholder of the Corporation in accordance with Section 228 of the General Corporation Law of the State of Delaware).

**THIRD:** The Corporation will continue as the corporation surviving the Merger (the "Surviving Corporation"), and the name of the Surviving Corporation shall be Aqua2 Acquisition, Inc.

**FOURTH:** The Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation.

**FIFTH:** The authorized stock and par value of Aero-Colours is ten million (10,000,000) shares with a par value of one cent (\$0.01) per share.

**SIXTH:** This Certificate of Merger and the Merger will become effective as of 11:58 p.m. EST on December 29, 2012.

**SEVENTH:** The Agreement of Merger is on file at the offices of the Surviving Corporation at 128 South Tryon Street, Suite 900, Charlotte, North Carolina 28202.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of any Constituent Corporation.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be signed by its duly authorized officer as of December 27, 2012.

AQUA2 ACQUISITION, INC.

By: 

Name: NOAH POLLACK

Title: EXECUTIVE VP

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

1. The name of the corporation (the "Corporation") immediately prior to filing this Certificate is Aqua2 Acquisition, Inc.
2. The Corporation was incorporated on November 14, 2007.
3. The jurisdiction where the Corporation was first formed is Delaware. The jurisdiction of the Corporation immediately prior to filing this Certificate is Delaware.
4. The name of the limited liability company as set forth in its Certificate of Formation is Drive N Style, LLC.
5. This Certificate shall be effective as of 11:59 p.m. on December 29, 2012.

[signatures appear on the following page]



IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion  
of Aqua2 Acquisition, Inc. as of the 27 day of December 2012.

Aqua2 Acquisition, Inc.

By: 

Name: NOAH POLLACK

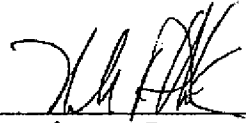
Title: EXECUTIVE VP

**STATE *of* DELAWARE**  
**LIMITED LIABILITY COMPANY**  
**CERTIFICATE *of* FORMATION**

- **First:** The name of the limited liability company is Drive N Style, LLC.
- **Second:** The address of the registered office of the limited liability company in the State of Delaware is 160 Greentree Drive, Suite 101 in the City of Dover, Kent County 19904-7620. The name of its registered agent at such address is National Registered Agents, Inc.
- **Third:** The purpose of the limited liability company is to engage in any lawful business, purpose or activity for which limited liability companies may be organized under the Limited Liability Company Act of Delaware.
- **Fourth:** The duration of the limited liability company is perpetual.
- **Fifth:** This Certificate of Formation shall be effective as of 11:59 p.m. on December 29, 2012.

[signatures appear on the following page]

In Witness Whereof, the undersigned has executed this Certificate of Formation of Drive N Style, LLC this 27 day of December 2012.

By:   
Name: NOAH POLLACK  
Title: Organizer