

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM780344

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/01/2018
<b>RESUBMIT DOCUMENT ID:</b>	900735101

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Greenleaf Auto Recyclers, LLC		12/01/2018	Limited Liability Company: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Keystone Automotive Industries, Inc.
<b>Street Address:</b>	500 W. Madison Street
<b>Internal Address:</b>	Suite 2800
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60661
<b>Entity Type:</b>	Corporation: CALIFORNIA

## PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
<b>Registration Number:</b>	2815685	GREENLEAF
<b>Registration Number:</b>	2738892	GREENLEAF
<b>Registration Number:</b>	2778619	GREENLEAF
<b>Registration Number:</b>	2754334	GREENLEAF

## CORRESPONDENCE DATA

**Fax Number:** 3128278185  
**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.**  
**Phone:** 312-781-6013  
**Email:** citrademarks@klgates.com, valerie.swanson@klgates.com, kate.starshak@klgates.com  
**Correspondent Name:** Kate Starshak c/o K&L Gates LLP  
**Address Line 1:** P.O. Box 1135  
**Address Line 4:** Chicago, ILLINOIS 60690-1135

<b>ATTORNEY DOCKET NUMBER:</b>	3710256.00148
<b>NAME OF SUBMITTER:</b>	Kathryn Starshak

<b>SIGNATURE:</b>	/Kathryn Starshak/
<b>DATE SIGNED:</b>	01/12/2023
<b>Total Attachments: 5</b> source=Greenleaf Auto Recyclers LLC (DE) merge into Keystone Automotive Industries Inc (CA)#page1.tif source=Greenleaf Auto Recyclers LLC (DE) merge into Keystone Automotive Industries Inc (CA)#page2.tif source=Greenleaf Auto Recyclers LLC (DE) merge into Keystone Automotive Industries Inc (CA)#page3.tif source=Greenleaf Auto Recyclers LLC (DE) merge into Keystone Automotive Industries Inc (CA)#page4.tif source=Greenleaf Auto Recyclers LLC (DE) merge into Keystone Automotive Industries Inc (CA)#page5.tif	

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Secretary of State  
State of California

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AGREEMENT AND PLAN OF  
MERGER

*IPC* NOV 18 2019

(SUB)

THIS AGREEMENT AND PLAN OF MERGER is made as of December 1, 2018 and adopted by Greenleaf Auto Recyclers, LLC, a Delaware corporation ("Greenleaf"), by resolution of its Board of Directors on December 1, 2018 and by resolution of its sole Directors on December 1, 2018, and Keystone Automotive Industries, Inc. a California corporation ("Keystone"), by resolution of its Board of Directors on December 1, 2018 and by resolution of its Directors on December 1, 2018.

1. Greenleaf shall be merged with and into Keystone, with Keystone being the surviving company at the effective time and date of the merger (sometimes hereinafter referred to as the "surviving company"). Keystone shall continue to exist, as of the effective time and date of the merger, under the name Keystone Automotive Industries, Inc. pursuant to the provisions of the California Corporations Code. The separate existence of Greenleaf (which is sometimes hereinafter referred to as the "non-surviving company") shall cease at the effective time and date of the merger in accordance with the provisions of the California Corporations Code.

2. The Articles of Incorporation of Keystone at the effective time and date of the merger shall be the Articles of Incorporation of the surviving company, and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the California Corporations Code.

3. The Bylaws of Keystone at the effective time and date of the merger shall be the Bylaws of the surviving company, and said Bylaws shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the California Corporations Code.

4. The members of the Board of Directors and the officers in office of Keystone at the effective time and date of the merger shall be the members of the Board of Directors and the officers of the surviving company, all of whom shall hold their respective directorship and offices until their successors are elected and qualified or until their tenure is otherwise terminated in accordance with the Bylaws of the surviving company.

5. Greenleaf has no shares of common stock.

6. Each outstanding share of Keystone shall remain outstanding and are not affected by the merger.

7. Keystone shall from time to time, as and when requested by LKQ, execute and deliver all such documents and its instruments and take all such action necessary or desirable to evidence or carry out this merger.

8. The Merger will be effective ("Effective Time") as prescribed by law.

9. This Agreement and Plan of Merger may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which together shall constitute one and the same instrument. Signatures to this Agreement and Plan of Merger delivered by facsimile or in .pdf or other electronic format shall be acceptable and binding and treated in all

TRADEMARK

REEL: 007909 FRAME: 0769

IN WITNESS WHEREOF, the parties to this Agreement and Plan of Merger have caused this document to be signed by an authorized person of each party as the date first written above.

Greenleaf Auto Recyclers, LLC

Walter Hanley

Name: Walter Hanley

Title: Vice President

Greenleaf Auto Recyclers, LLC

Matthew McKay

Name: Matthew McKay

Title: Secretary

Keystone Automotive Industries, Inc.

Walter Hanley

Name: Walter Hanley

Title: Vice President

Keystone Automotive Industries, Inc.

Matthew McKay

Name: Matthew McKay

Title: Secretary

**CERTIFICATE OF APPROVAL  
OF  
AGREEMENT OF MERGER**

Walter Hanley and Matthew McKay each certify that:

1. They are the Vice-President and Secretary, respectively, of Keystone Automotive Industries, Inc., a California corporation (the "Company").
2. The Agreement and Plan of Merger merging Greenleaf Auto Recyclers, LLC, a Delaware limited liability company, with and into the Company (the "Agreement of Merger") in the form attached was duly approved by the board of directors of the Company.
3. No vote of the shareholders of the Company was required pursuant to Section 1201(b) of the General Corporation Law of the State of California.

\* \* \* [Signature Page Follows] \* \* \*

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The undersigned further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of their own knowledge.


Date: November 15, 2019

By: Walter Hanley  
Name: Walter Hanley  
Title: Vice President

By: Matthew McKay  
Name: Matthew McKay  
Title: Secretary

*[Signature Page to Certificate of Approval for Keystone Automotive Industries, Inc.]*

**TRADEMARK**  
**REEL: 007909 FRAME: 0772**

 <b>State of California</b> <b>Secretary of State</b>		OBE MERG																	
<b>Certificate of Merger</b> (California Corporations Code sections 1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)																			
<b>IMPORTANT — Read all instructions before completing this form.</b>			This Space For filing Use Only																
1. NAME OF SURVIVING ENTITY Keystone Automotive Industries, Inc.	2. TYPE OF ENTITY Corporation	3. CA SECRETARY OF STATE FILE NUMBER C0727047	4. JURISDICTION California																
5. NAME OF DISAPPEARING ENTITY Greenleaf Auto Recyclers, LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER N/A	8. JURISDICTION Delaware																
9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)																			
<table style="width:100%; border-collapse: collapse;"> <thead> <tr> <th colspan="2" style="text-align: center; border-bottom: 1px solid black;">SURVIVING ENTITY</th> <th colspan="2" style="text-align: center; border-bottom: 1px solid black;">DISAPPEARING ENTITY</th> </tr> <tr> <th style="text-align: left; border-bottom: 1px solid black;">CLASS AND NUMBER</th> <th style="text-align: left; border-bottom: 1px solid black;">AND</th> <th style="text-align: left; border-bottom: 1px solid black;">CLASS AND NUMBER</th> <th style="text-align: left; border-bottom: 1px solid black;">AND</th> </tr> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Common 100</th> <th style="text-align: left; border-bottom: 1px solid black;">PERCENTAGE VOTE REQUIRED</th> <th style="text-align: left; border-bottom: 1px solid black;">No Common</th> <th style="text-align: left; border-bottom: 1px solid black;">PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td style="border-bottom: 1px solid black;">No Preferred Stock Outstanding</td> <td style="border-bottom: 1px solid black;">100%</td> <td style="border-bottom: 1px solid black;">No preferred</td> <td style="border-bottom: 1px solid black;">100%</td> </tr> </tbody> </table>		SURVIVING ENTITY		DISAPPEARING ENTITY		CLASS AND NUMBER	AND	CLASS AND NUMBER	AND	Common 100	PERCENTAGE VOTE REQUIRED	No Common	PERCENTAGE VOTE REQUIRED	No Preferred Stock Outstanding	100%	No preferred	100%		
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Common 100	PERCENTAGE VOTE REQUIRED	No Common	PERCENTAGE VOTE REQUIRED																
No Preferred Stock Outstanding	100%	No preferred	100%																
10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.																			
<input type="checkbox"/> No vote of the shareholders of the parent party was required. <input type="checkbox"/> The required vote of the shareholders of the parent party was obtained.																			
11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.																			
12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.																			
PRINCIPAL ADDRESS OF SURVIVING ENTITY		CITY AND STATE	ZIP CODE																
13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.																			
14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Title 6, Section 18-209 of the Delaware LLC Act		15. FUTURE EFFECTIVE DATE, IF ANY _____ (Month) (Day) (Year)																	
16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.																			
17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.																			
<i>Matthew J McKay</i> SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY		11/15/2019 DATE																	
Matthew J McKay, Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON																			
<i>Walter Hanley</i> SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY		11/15/2019 DATE																	
Walter Hanley, Vice President TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON																			
<i>Matthew J McKay</i> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY		11/15/2019 DATE																	
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For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____																			
OBE MERGER-1 (REV 01/2016)			APPROVED BY SECRETARY OF STATE																