

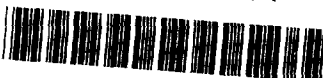
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Page 1/2

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FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
M&G 7587



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Fiat Auto S.p.A.</p> <p><input type="checkbox"/> Individuals <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State of <input checked="" type="checkbox"/> Other: <u>An Italy company</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Fiat Auto Partecipazioni S.p.A. corso Giovanni Agnelli 200 Torino, Italy</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: <u>May 30, 2000</u></p>	<p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State of <input checked="" type="checkbox"/> Other: <u>An Italy company</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be separate document from Assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

4. Application number(s) or trademark number(s):

<p>A. Trademark Application No.(s)/ Mark(s)</p> <p>75/662437 - GTV 6 75/861520 - ALFA 147</p>	<p>B. Trademark Reg. No.(s)/Mark(s)</p> <p>0228220 - ALFA ROMEO MILANO (and Design) 0728196 - ALFA ROMEO</p>
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Additional numbers attached? Yes No

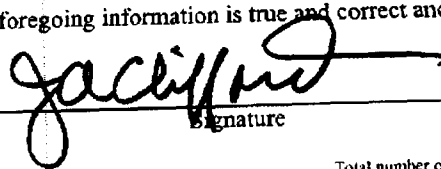
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: John A. Clifford Address: MERCHANT & GOULD P.C. P.O. Box 2910 Minneapolis, MN 55402-0910</p>	<p>6. Total number of applications and trademarks involved: 30</p> <p>7. Total fee (37 CFR 3.41): \$765.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725</p>
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9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

John A. Clifford  March 29, 2001
 Name of Person Signing Signature Date

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Recordation Cover Sheet (cont.)

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)/Mark(s)

76/059887 - SPEEDGEAR
76/059888 - DUALDRIVE
76/074255 - FOLLOW ME HOME
76/076452 - ALFA GTA
76/093623 - PROGRESSION
76/094142 - DISTINCTIVE

B. Trademark Reg. No.(s)/Mark(s)

0744378 - ALFA ROMEO
0841127 - VELOCE
1145768 - ALFA ROMEO (Stylized)
1150430 - ALFA ROMEO (and Design)
1278461 - ALFA ROMEO (Stylized)
1335429 - (MISCELLANEOUS DESIGN)
1349230 - QUADRIFOGLIO
1285676 - ALFA ROMEO (and Design)
1976046 - CO.ME.
1983364 - 164 (Stylized)
2016727 - ALFA 145
2086871 - ALFA 156
2088763 - MAREA
2104606 - ALFA 166
2111540 - TWIN SPARK
2156654 - (MISCELLANEOUS DESIGN)
2171039 - GIULIA
2185263 - SIENA
2349478 - ALFA
2349649 - ALFA CLUB

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CHANGE OF NAME DOCUMENTS IS**

NO LONGER REQUIRED

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EFFECTIVE

OCTOBER 30, 1999