

FORM PTO-1618A

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U.S. DEPARTMENT OF COMMERCE

(Rev. 6-99)

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

102516035

Original document or copy thereof.



1. Submission Type

- New
- Resubmission (Non-Recordation)

Document ID # \_\_\_\_\_

Corrective Document

Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

7-31-03

2. Name of Conveying Party(ies):

**MMJ CORPORATION**  
1105 NORTH MARKET STREET  
WILMINGTON, DELAWARE 19801

- Individual(s)
- Association
- General Partnership
- Limited Partnership

Corporation-State DELAWARE

Other: \_\_\_\_\_

Additional Name(s) of conveying attached?  Yes  No

3. Name and Address of Receiving Party(ies):

Name: THE PEP BOYS MANNY, MOE & JACK OF CALIFORNIA

Street Address: 3111 WEST ALLEGHENY AVENUE

City: PHILADELPHIA

State: PENNSYLVANIA Zip: 19132

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State CALIFORNIA
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

4. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name

Other: \_\_\_\_\_

Execution Date: JANUARY 31, 1997

5. Application number(s) or registration number(s):

A. Trademark Applicant No.(s)

B. Trademark Registration No.(s)

2,121,550 (registered December 16, 1997)

Additional Sheet attached?  Yes  No

6 Name and address of party to whom correspondence concerning this matter should be mailed:

**CUSTOMER NUMBER 00136**  
JACOBSON HOLMAN PLLC  
400 7th Street, N.W.  
Washington, DC 20004  
Tel. 202-638-6666

Attorney Docket No. 3701/T-25661US0

7. Number of applications and registrations involved: 1

8. Total fee (37 CFR 3.41)..... \$ 40.00

- Enclosed
- Any deficiencies in enclosed fees are authorized to be charged to account 06-1358

08/04/2003 EDDPER 00000210 2121550

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40.00 BP

DO NOT USE THIS SPACE

10. 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.

MARSHA G. GENTNER

Name of Person Signing

Signature

July 31, 2003

Date

Total number of pages excluding cover sheet:

3

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MMJ CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "THE PEP BOYS MANNY MOE & JACK OF CALIFORNIA"  
UNDER THE NAME OF "THE PEP BOYS MANNY MOE & JACK OF CALIFORNIA",  
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE  
OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE THE  
THIRTY-FIRST DAY OF JANUARY, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO  
THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2713387 8100M

DATE:

8314166

TRADEMARK

REEL: 002794 FRAME: 0520

CERTIFICATE OF MERGER

OF

MMJ CORPORATION

WITH AND INTO

THE PEP BOYS MANNY MOE & JACK OF CALIFORNIA

Pursuant to the provisions of Section 252(c) of the Delaware General Corporation Law (the "DGCL"), it is hereby certified that:

1. MMJ Corporation, a Delaware corporation ("MMJ"), will merge with and into The Pep Boys Manny Moe & Jack, a California corporation ("Cal").

2. An agreement and plan of merger between MMJ and Cal (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged in accordance with Sections 252(c) of the DGCL.

3. The name of the surviving corporation shall be "The Pep Boys Manny Moe & Jack of California".

4. The articles of incorporation of Cal shall be the articles of incorporation of the surviving corporation.

5. The Merger Agreement is on file at the office of Cal located at c/o The Pep Boys - Manny, Moe & Jack, 3111 W. Allegheny Avenue, Philadelphia, PA 19132.

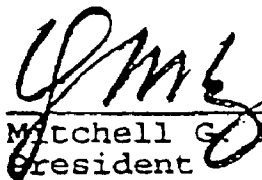
6. A copy of the Merger Agreement will be furnished by Cal, on request and without cost, to any stockholder of MMJ or Cal.

7. Cal hereby agrees that, from and after the effective time of the merger, it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of MMJ, as well as for enforcement of any obligation of Cal arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL. Cal hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings, and a copy of such process shall be mailed by such Secretary of State to Cal c/o The Pep Boy - Manny, Moe & Jack, 3111 W. Allegheny Avenue, Philadelphia, PA 19132, to the attention of the Secretary.

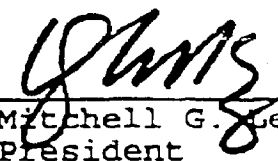
8. The merger described herein shall become effective as of 11:59 p.m., Delaware time, on February 1, 1997.

IN WITNESS WHEREOF, this Certificate is hereby executed on behalf of the respective entities by their duly authorized officers on this 31st day of January, 1997.

MMJ CORPORATION

By:   
Mitchell G. Leibovitz  
President

THE PEP BOYS MANNY MOE & JACK  
OF CALIFORNIA

By:   
Mitchell G. Leibovitz  
President