

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conveyance by operation of law, resulting from cancellation of limited partnership entity		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hi-Lo Auto Supply, L.P.		06/30/2007	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	O'Reilly Automotive, Inc.		
Street Address:	233 South Patterson		
City:	Springfield		
State/Country:	MISSOURI		
Postal Code:	68502		
Entity Type:	CORPORATION: MISSOURI		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	0961122	HI-LO	
Registration Number:	2032675	FIRST CALL	
CORRESPONDENCE DATA			
Fax Number:	(423)266-5499		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	423.755.2654		
Email:	trademark@husch.com		
Correspondent Name:	Harry B. Ray		
Address Line 1:	736 Georgia Avenue		
Address Line 2:	Suite 300		
Address Line 4:	Chattanooga, TENNESSEE 37402		
ATTORNEY DOCKET NUMBER:	69171-001 HI-LO		
NAME OF SUBMITTER:	Harry B. Ray		

OP \$65.00 0961122

Signature:	/Harry B. Ray/
Date:	01/24/2008
Total Attachments: 7 source=Hi-Lo to O'Reilly#page1.tif source=Hi-Lo to O'Reilly#page2.tif source=Hi-Lo to O'Reilly#page3.tif source=Hi-Lo to O'Reilly#page4.tif source=Hi-Lo to O'Reilly#page5.tif source=Hi-Lo to O'Reilly#page6.tif source=Hi-Lo to O'Reilly#page7.tif	

DECLARATION

STATE OF MISSOURI)
)
COUNTY OF GREENE)

The undersigned person hereby declares as follows:

1. The undersigned is a resident of Greene County, State of Missouri.
2. I am General Counsel of O'Reilly Automotive, Inc., a Missouri corporation (the "Company").
3. Hi-Lo Auto Supply, L.P. ("Hi-Lo") terminated its existence through the filing of a Certificate of Termination of a Domestic Entity (Form 651) with the Texas Secretary of State on June 28, 2007, a copy of such filing, together with evidence of filing, being attached to and made a part of this Declaration as Exhibit A.
4. At the time of such termination, the Company was the sole owner of Hi-Lo and therefore acceded to all of the assets of Hi-Lo.
5. Accordingly, the Company is the current owner of all trademark registrations formerly owned by Hi-Lo, including without limitation, U.S. Trademark Reg. Nos. 961,122 and 2,032,675.
6. The undersigned further states that the statements made herein of his own knowledge are true and all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code.



Jeffrey L. Croves,
General Counsel, O'REILLY AUTOMOTIVE, INC.

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



EXHIBIT A

Roger Williams
Secretary of State

Office of the Secretary of State

June 28, 2007

CT Corporation System
701 Brazos, Ste. 360
Austin, TX 78701 USA

RE: HI-LO AUTO SUPPLY, L.P.
File Number: 6231610
---- File Date: 06/28/2007

It has been our pleasure to file the cancellation of limited partnership for the referenced entity. This letter may be used as evidence of the filing and payment of the filing fee.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Virginia Tobias

Fax: (512) 463-5709
TID: 10122

Dial: 7-1-1 for Relay Services
Document: 176210700002

TRADEMARK
REEL: 003703 FRAME: 0236



Office of the Secretary of State

CERTIFICATE OF FILING OF

HI-LO AUTO SUPPLY, L.P.
File Number: 6231610

The undersigned, as Secretary of State of Texas, hereby certifies that the Cancellation of Certificate of Limited Partnership for the above named entity has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 06/28/2007

Effective: 06/28/2007



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

Form 607
(Revised 01/06)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
JUN 28 2007
Corporations Section

Certificate of Cancellation of a
Domestic or Foreign
Limited Partnership

Entity Information

The name of the partnership is:
Hi-Lo Auto Supply, L.P.

The partnership was formed under the laws of: Texas
State or territory

The date of filing of its certificate of limited partnership or its registration is: 11/27/1991
mm/dd/yyyy

The file number issued to the partnership by the secretary of state is: 6231610

Reason for Cancellation

The reason or reasons for filing the certificate of cancellation are set forth below:
Voluntary decision and written consent of all partners

Effectiveness of Filing (Select either A, B, or C)

A. This document becomes effective when filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: 11:52 p.m. on June 30, 2007

C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: June 27, 2007

Tom McFall, CFO, Treasurer, Executive Vice President of
O'Reilly Automotive, Inc., Sole Non- Partner Liquidator
Signature and title of authorized person(s) See instructions.

Form 651

(Revised 01/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: \$40



This space reserved for office use.

**Certificate of Termination
of a
Domestic Entity**

Entity Information

The name of the domestic entity is:

Hi-Lo Auto Supply, L.P.

The entity is organized as a limited partnership under the laws of Texas.

The date of formation of the entity is: November 27, 1991

The file number issued to the filing entity by the secretary of state is: 6231610

Governing Persons

The names and addresses of each of the filing entity's governing persons are:

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)

IF INDIVIDUAL

First Name

M.I.

Last Name

Suffix

OR

IF ORGANIZATION

O'REILLY AUTOMOTIVE, INC.

Organization Name

ADDRESS OF GOVERNING PERSON

233 South Patterson

Springfield

MO

USA

68502

Street or Mailing Address

City

State

Country

Zip Code

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)

IF INDIVIDUAL

First Name

M.I.

Last Name

Suffix

OR

IF ORGANIZATION

Organization Name

ADDRESS OF GOVERNING PERSON

Street or Mailing Address

City

State

Country

Zip Code

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
OR				
IF ORGANIZATION				
<i>Organization Name</i>				
ADDRESS OF GOVERNING PERSON				
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
OR				
IF ORGANIZATION				
<i>Organization Name</i>				
ADDRESS OF GOVERNING PERSON				
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

Event Requiring Winding Up

The nature of the event requiring winding up is: voluntary decision and written consent of all partners

Completion of Winding Up

The filing entity has complied with the provisions of the Texas Business Organizations Code governing its winding up.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
 - B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: 11:52 p.m. on June 30, 2007
 - C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid.

The entity is a domestic professional association or limited partnership and is not required to provide a certificate of account status under the provisions of the Texas Business Organizations Code.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: June 25, 2007



CFO, Executive Vice President, Treasurer
of O'Reilly Automotive, Inc., the Sole Shareholder
Signature and title of authorized person(s) (see instructions)