

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fiat Auto S.p.A.		09/17/2007	a Italian societa per azioni:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Fiat Group Automobiles S.p.A.		
<b>Street Address:</b>	Corso Giovanni Agnelli, 200		
<b>City:</b>	Torino		
<b>State/Country:</b>	ITALY		
<b>Postal Code:</b>	10135		
<b>Entity Type:</b>	an Italian societa per azioni:		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77671787	ALFA GTA	
<b>Serial Number:</b>	77182568	ALFA 147	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)575-0671		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-790-9200		
<b>Email:</b>	trademark@cll.com		
<b>Correspondent Name:</b>	Deborah K. Squiers		
<b>Address Line 1:</b>	1133 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>			
<b>Address Line 1:</b>			
<b>Address Line 2:</b>			
<b>Address Line 3:</b>			

**OP \$65.00 77671787**

Address Line 4:

NAME OF SUBMITTER:

Deborah K. Squiers

Signature:

/Deborah K. Squiers/

Date:

01/12/2010

**Total Attachments: 6**

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CHAMBER OF COMMERCE,  
INDUSTRY, CRAFTS AND AGRICULTURE  
OF TURIN

Doc. No.: CEW/26137/2007/CT00186

September 17, 2007

CHAMBER OF COMMERCE, INDUSTRY, CRAFTS AND AGRICULTURE OF TURIN  
- BUSINESS REGISTRY -

COMPANY HISTORY  
(without personal powers)

**IDENTIFYING PARTICULARS OF THE ENTERPRISE**

Tax and Turin Business Registry number: 07973780013

Date of registration: 21 April 2000

Entered in the ORDINARY section on 21 April 2000

Entered with Economic and Administrative List (REA) number 934697

Name: FIAT GROUP AUTOMOBILES S.P.A. OR IN BRIEF FIAT AUTO S.P.A.

Legal form: SINGLE-MEMBER JOINT STOCK COMPANY

Headquarters: CORSO GIOVANNI AGNELLI 200, TURIN (TO), POST CODE 10135

Formed by deed of 6 April 2000

Term of the company - expiry date: 31 December 2100

Corporate Object:

THE CARRYING OUT, ALSO THROUGH WHOLLY OR PARTIALLY OWNED COMPANIES OR OTHER ENTITIES, OF ACTIVITIES IN THE FIELD OF MOTOR VEHICLES, WITH PARTICULAR REGARD FOR THE DESIGN, PRODUCTION AND COMMERCIALISATION OF AUTOMOBILES, SPECIAL VEHICLES AND COMMERCIAL VEHICLES WITHOUT LIMITATIONS OF CAPACITY, DERIVATIVES, EQUIPMENT, GROUPS, SUBGROUPS, DETACHED PARTS, SPARE PARTS AND ACCESSORIES, AS WELL AS THE COMMERCIALISATION OF ACCESSORIES, OBJECTS, ARTICLES AND PRODUCTS BELONGING TO ANY PRODUCT CLASS, PROVIDED THAT IT IS DIRECTLY CONNECTED WITH THE SALE OF AUTOMOBILES AND COMMERCIAL VEHICLES.

FOR THE ATTAINMENT OF AND IN THE SCOPE OF SUCH AIMS, THE COMPANY CAN:

- ACQUIRE SHAREHOLDINGS AND EQUITY INTERESTS IN COMPANIES, ENTERPRISES, CONSORTIUMS AND ENTITIES HAVING OBJECT SIMILAR TO OR CONNECTED TO ITS OWN;
- SUPPORT, ON THE TECHNICAL, MANAGEMENT, COMMERCIAL, FINANCIAL AND ADMINISTRATIVE LEVEL, THE ACTIVITY OF THE WHOLLY AND PARTIALLY OWNED COMPANIES AND OTHER ENTITIES;
- PURCHASE OR SELL, IN ANY FORM, IN ITS OWN INTEREST OR IN THAT OF THE WHOLLY AND PARTIALLY OWNED COMPANIES AND OTHER ENTITIES, THE TITLE OR USE OF PATENTS, MANUFACTURING PROCESSES AND IN GENERAL OF EVERY RIGHT OVER INTANGIBLE ASSETS, ALSO PROVIDING ITS USE IN THE SCOPE OF THE SAME WHOLLY AND PARTIALLY OWNED COMPANIES AND OTHER ENTITIES;
- PROMOTING AND CONDUCTING RESEARCH AND EXPERIMENTATION ACTIVITIES, UTILISING THE RESULTS OF SUCH ACTIVITIES;

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- CARRYING OUT SPORTING ACTIVITIES IN THE AUTOMOBILE FIELD.

THE COMPANY CAN MOREOVER CARRY OUT THE COMMERCIAL, INDUSTRIAL, REAL ESTATE, PERSONAL PROPERTY AND FINANCIAL OPERATIONS, THE LATTER NOT TOWARDS THE PUBLIC, WHICH ARE NECESSARY OR USEFUL FOR THE ACHIEVEMENT OF THE CORPORATE OBJECT; IT CAN ALSO, WITHOUT PROFESSIONALITY CHARACTERISTICS, GIVE BOTH REAL AND PERSONAL SECURITIES, ALSO IN FAVOUR OF THIRD PARTIES, WHICH ARE ESSENTIAL FOR THE ATTAINMENT OF THE CORPORATE OBJECT.

#### MANAGEMENT AND AUDITING SYSTEM

Form of management: TRADITIONAL

Auditing of accounts is a matter for: INDEPENDENT AUDITORS

BOARD OF DIRECTORS:

number of directors in office: 7

BOARD OF AUDITORS:

Regular statutory auditors

number of regular statutory auditors in office: 3

Alternate statutory auditors

number of alternate statutory auditors in office: 2

#### INFORMATION ON THE ARTICLES OF ASSOCIATION

Powers in the Articles of Association

THE BOARD OF DIRECTORS IS DUE THE WIDEST POWERS OF ORDINARY AND EXTRAORDINARY ADMINISTRATION AND OF DISPOSITION WHICH ARE NOT ABSOLUTELY RESERVED BY LAW TO THE SHAREHOLDER'S MEETING.

THE BOARD OF DIRECTORS IS MOREOVER COMPETENT, IN ADDITION TO ISSUING NON-CONTROVERTIBLE DEBENTURES, TO TAKE ON THE DECISIONS CONCERNING:

- THE MERGING AND DEMERGING, IN THE CASES PROVIDED BY LAW,
- THE CREATION OR CLOSING OF SECONDARY OFFICES,
- THE INDICATION OF WHICH DIRECTORS, IN ADDITION TO THE CHAIRMAN, LEGALLY REPRESENT THE COMPANY,
- THE REDUCTION OF THE CAPITAL IN CASE OF SHAREHOLDER WITHDRAWAL,
- THE ADAPTATION OF THE ARTICLES OF ASSOCIATION TO LEGAL PROVISIONS,
- THE TRANSFER OF THE COMPANY'S REGISTERED OFFICE IN NATIONAL TERRITORY.

THE BOARD OF DIRECTORS CAN, WITHIN THE LIMITS OF LAW, DELEGATE POWERS TO AN EXECUTIVE COMMITTEE OR TO ONE OR MORE OF ITS MEMBERS.

THE SIGNATURE AND REPRESENTATION OF THE COMPANY IS DUE TO THE CHAIRMAN OF THE BOARD OF DIRECTORS AND, WHERE APPOINTED, TO THE VICE CHAIRMAN AND TO THE DIRECTORS DELEGATED IN THE SCOPE OF AND FOR CARRYING OUT POWERS CONFERRED TO THEM, AND MOREOVER, SEPARATELY,

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IN COURT, AS WELL AS FOR CARRYING OUT THE DECISIONS OF THE BOARD AND THE EXECUTIVE COMMITTEE, IF APPOINTED.

THE BOARD OF DIRECTORS, ALSO THROUGH DIRECTORS EQUIPPED WITH SUITABLE POWERS, CAN APPOINT ONE OR MORE GENERAL DIRECTORS.

DIVISION OF PROFITS AND LOSSES AMONG SHAREHOLDERS  
ARTICLE 20 - DIVISION OF PROFITS

Modality of meeting convocation, intervention and functioning  
ARTICLE 7 - MEETING CONVOCATION

Withdrawal provisions:  
ARTICLE 21 - WITHDRAWAL

Modifications of the articles of association - acts and events requiring registration:  
LAWS ON ACCOUNTING CONTROL

ARTICLE 18 - ACCOUNTING CONTROL

ENTRY OF THE MODIFICATIONS FOLLOWING THE ADAPTATION TO LEGISLATIVE DECREE NO. 6/2003

FILING OF UPDATED COMPANY ARTICLES OF ASSOCIATION

FILING OF UPDATED COMPANY ARTICLES OF ASSOCIATION ON 01/02/2007

FILING OF UPDATED COMPANY ARTICLES OF ASSOCIATION FOLLOWING EXECUTION OF A 100,000,000 EURO INCREASED CAPITAL AMOUNT STARTING FROM 16/02/2007

#### BUSINESS

Company activity start date: 1 June 2000

Business carried on at the registered office:

DESIGN, PRODUCTION AND COMMERCIALISATION OF AUTOMOBILES, COMMERCIAL VEHICLES WITHOUT LIMITATIONS OF CAPACITY, DERIVATIVES, EQUIPMENT, GROUPS, SUBGROUPS, DETACHED PARTS, SPARE PARTS AND ACCESSORIES.

FROM 18 JULY 2000 INTERNAL REPAIR SHOP WITH THE SECTIONS:

- MECHANICAL-MOTOR
- BODY SHOP
- ELECTRICAL REPAIR SHOP
- TYRE CENTRE

#### HOLDERS OF CORPORATE OFFICE AND OTHER POSITIONS

\* MARCHIONNE SERGIO

born in CHIETI (CH) on 17 June 1952

tax no.: MRCSRG52H17C632R

- DIRECTOR appointed on 2 May 2006 up to 31 December 2008

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Doc. No.: CEW/26137/2007/CT00186

September 17, 2007

presentation on 17 May 2006

term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

- CHAIRMAN OF THE BOARD OF DIRECTORS appointed on 2 May 2006 up to 31 December 2008

presentation on 17 May 2006

term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

- MANAGING DIRECTOR appointed on 2 May 2006 up to 31/12/2008

presentation on 17 May 2008

term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

\* MANGIARINO CARLO

born in REFRANCORE (AT) on 23 December 1934

tax no.: MNGCRL34T23H219F

- DIRECTOR appointed on 2 May 2006 up to 31 December 2008

presentation on 17 May 2006

term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

\* BALDI ALESSANDRO GIANNI

born in PRATO LEVENTINA-CANTON TICINO country: SWITZERLAND on 29 August 1952

tax no.: BLDLSN52M29Z133P

- DIRECTOR appointed on 2 May 2006 up to 31 December 2008

presentation on 17 May 2006

term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

\* LUPPI FERRUCCIO

born in TURIN (TO) on 3 November 1950

tax no.: LPPFRC50S03L219D

- DIRECTOR appointed on 2 May 2006 up to 31 December 2008

presentation on 17 May 2006

term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

\* FRANCESCATTI MAURIZIO MARIO

born in ROME (RM) on 1 May 1962

tax no.: FRNMZM62E01H501N

- DIRECTOR appointed on 22 January 2007

presentation on 9 February 2007

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term of office: UNTIL APPROVAL OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31/12/2008

There are 186 other holders of corporate office or other positions.

DETAILS OF PRECEDING REGISTRATIONS

Registered at the Business Registry with the number TO-2000-70998

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ACTS REGISTERED IN THE BUSINESS REGISTER  
(in the period from 25/01/2007 to 05/02/2007)

\*\* Protocol No. 11546/00 of 25/01/2007

S2 COMPANY MODIFICATION, EEIG CONSORTIUM, PUBLIC ECON. BODY

\*\* Protocol No. 16601/1 of 05/02/2007

ARTICLES OF INCORPORATION MODIFICATIONS (JOINT-STOCK COMPANIES AND COOPERATIVES)  
ACT FILED WITH EFFECT ON 01/02/2007, OR IF COMPLETED AFTERWARD FROM THE DATE ENTERED IN  
THE BUSINESS REGISTER OF 22/01/2007

PUBLIC ACT compiled by MORONE ETTORE

Rep. No. 109609 in TURIN (TO)

Act registered on 25/01/2007

\*\* Protocol No. 14786/00 of 31/01/2007

S2 COMPANY MODIFICATION, EEIG CONSORTIUM, PUBLIC ECON. BODY

P REGISTRATION IN THE BUSINESS REGISTER AND ECONOMIC AND ADMINISTRATIVE INDEX OF ACTS  
AND EVENTS RELATED TO NO. 1 PERSONS

\*\* Protocol No. 14786/1 of 31/01/2007

APPOINTED OFFICE AND/OR QUALIFICATION OF:

HE WAS APPOINTED ATTORNEY WITH ACT OF 21/12/2006

TERM: NO TIME LIMIT

Transcription registered on 31/01/2007

\*\* Protocol No. 14938/00 of 31/01/2007

ARTICLES OF INCORPORATION MODIFICATIONS (JOINT-STOCK COMPANIES AND COOPERATIVES)

ACT FILED WITH PROTOCOL 11546/2007

of 01/02/2007

COMMUNICATION

Act registered on 05/02/2007

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Doc. No.: CEW/26137/2007/CT00186

September 17, 2007

- CHANGE OF NAME. PREVIOUS NAME:  
FIAT AUTO S.P.A.  
Transcription registered on 05/02/2007

\*\* Protocol No. 16601/2 of 05/02/2007

OTHER ACTS  
UPDATED ARTICLES OF ASSOCIATION  
Of 01/02/2007  
COMMUNICATION  
Act registered on 05/02/2007

OTHER ARTICLES OF ASSOCIATION MODIFICATIONS – ACTS AND EVENTS REQUIRING REGISTRATION  
PRECEDING:  
LAWS ON ACCOUNTING CONTROL

This certificate shows the information/data recorded in the Register as of today's date.

THE STAMP DUTY DUE ON THIS DOCUMENT HAS BEEN PAID USING THE VIRTUAL SYSTEM –  
AUTHORISATION OF THE TURIN FINANCE OFFICE NO. 26204 OF 5/11/1975.

RECEIPT FOR 3 STAMPS	EUR 43.86
FEES	EUR 7.00
TOTAL RECEIVED	EUR 50.86
TOTAL EXPRESSED IN LIRE	ITL. 98,478

FROM A SEARCH OF THE RECORDS THE ABOVE MENTIONED ENTERPRISE DOES NOT APPEAR TO BE IN  
BANKRUPTCY, COMPOSITION WITH CREDITORS OR RECEIVERSHIP.

FOR THE REGISTRAR  
PAOLO MENDOZZI  
[signature]

\*\*\* end of certificate \*\*\*