

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM316935

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Park Place Motorcars of Texas, Inc.		12/12/2013	CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Park Place Motorcars of Texas LLC		
<b>Street Address:</b>	11 Greenway Plaza, Suite 3100		
<b>City:</b>	Houston		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	77046		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: TEXAS		
<b>PROPERTY NUMBERS Total: 8</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2954268	PARK PLACE	
<b>Registration Number:</b>	2961796	PARK PLACE MOTORCARS	
<b>Registration Number:</b>	2954266	PARK PLACE DEALERSHIPS	
<b>Registration Number:</b>	2932432	PARKPLACETEXAS	
<b>Registration Number:</b>	2886018	EXPERTS IN EXCELLENCE	
<b>Registration Number:</b>	3164347	BODYWERKS	
<b>Registration Number:</b>	3190695	PARK PLACE PREFERRED	
<b>Registration Number:</b>	3315134	PARK PLACE BODYWERKS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2149993623		
<i>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.</i>			
<b>Phone:</b>	2149994487		
<b>Email:</b>	ip@gardere.com		
<b>Correspondent Name:</b>	Gardere Wynne Sewell/Jason R. Fulmer		
<b>Address Line 1:</b>	1601 Elm Street, Suite 3000		
<b>Address Line 4:</b>	Dallas, TEXAS 75201		
<b>ATTORNEY DOCKET NUMBER:</b>	110666-6000		
<b>NAME OF SUBMITTER:</b>	Jason R. Fulmer		

OP \$215.00 2954268

<b>SIGNATURE:</b>	/Jason R. Fulmer/
<b>DATE SIGNED:</b>	09/15/2014
<b>Total Attachments: 5</b> source=ParkPlace-conversion documents#page1.tif source=ParkPlace-conversion documents#page2.tif source=ParkPlace-conversion documents#page3.tif source=ParkPlace-conversion documents#page4.tif source=ParkPlace-conversion documents#page5.tif	



**Certificate of Formation for the Converted Entity**

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

**Approval of the Plan of Conversion**

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

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

- A.  This document becomes effective when the document is accepted and 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: \_\_\_\_\_
- C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_  
The following event or fact will cause the document to take effect in the manner described below:  
\_\_\_\_\_  
\_\_\_\_\_

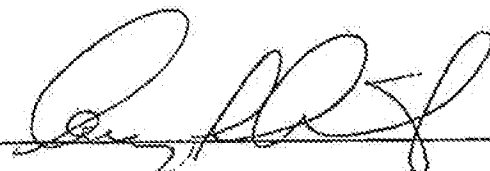
**Tax Certificate**

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.
- In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

**Execution**

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

Date: 12-12-13

  
\_\_\_\_\_  
Douglas W. Schmitzer, Vice President  
Signature and title of authorized person on behalf of the converting entity

*PS*

Form 205  
(Revised 05/11)

Submit in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
Filing Fee: \$300



Certificate of Formation  
Limited Liability Company

This space reserved for office use.

FILED  
In the Office of the  
Secretary of State of Texas  
DEC 12 2013  
Corporations Section

Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Park Place Motorcars of Texas LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

Article 2 – Registered Agent and Registered Office  
(See instructions. Select and complete either A or B and complete C.)

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

CT Corporation System

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name M.I. Last Name Suffix

C. The business address of the registered agent and the registered office address is:

1999 Bryan St. Suite 900 Dallas TX 75201-3136  
Street Address City State Zip Code

Article 3—Governing Authority

(Select and complete either A or B and provide the name and address of each governing person.)

A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

<b>GOVERNING PERSON</b> NAME (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			
DKS, Inc.			
Organization Name			
ADDRESS			
11 Greenway Plaza, Suite 3100	Houston	TX	USA 77046
Street or Mailing Address	City	State	Country Zip Code

<b>GOVERNING PERSON 2</b>				
NAME (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				
Street or Mailing Address		City	State	Country Zip Code

<b>GOVERNING PERSON 3</b>				
NAME (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				
Street or Mailing Address		City	State	Country Zip Code

**Article 4 – Purpose**

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

**Supplemental Provisions/Information**

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

Park Place Motorcars of Texas LLC is being formed pursuant to a conversion of Park Place Motorcars of Texas, Inc., a Texas Corporation formed on June 30, 1992 and whose principal office address is 11 Greenway Plaza, Suite 3100, Houston, Texas 77046.

**Organizer**

The name and address of the organizer:

Diana K. Faries

Name

11 Greenway Plaza, Suite 3100

Street or Mailing Address

Houston

City

TX 77046

State Zip Code

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

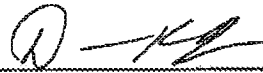
- A.  This document becomes effective when the document is filed by the secretary of state.  
B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_  
C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> 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 affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: 12-12-13



Signature of organizer

Diana K. Faries

Printed or typed name of organizer