

922243

FLIPPIN DENSMORE ATTORNEYS AT LAW

1800 FIRST UNION TOWER DRAWER 1200 ROANOKE, VIRGINIA 24006 PHONE: 540-510-3000 FAX: 540-510-3050 WWW.FLIPPINDENSMORE.COM

TARA A. BRANSCOM 540-510-3046 BRANSCOM@FLIPPINDENSMORE.COM

August 6, 2002

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

FILED STATE SECRETARY OF CORPORATIONS 02 OCT -1 AM 10:27

Re: ASSIGNMENT OF MARK REGISTRATION Assignor: DAP Asset Management, Inc. Assignee: Advance Merchandising Company, Inc. Mark: DISCOUNT AUTO PARTS Reg. No.: 922243

100007010511-8 -08/09/02--01031--005 *****50.00 *****50.00

Dear Sir/Madam:

We represent Advance Merchandising Company, Inc. (formerly DAP Asset Management, Inc.). We enclose, on behalf of Advance Merchandising Company, Inc., the following:

- 1. Assignment of Mark Registration form. 2. A check in the sum of \$50 for the filing fee.

Thank you for your assistance. If you have any questions, please let me know.

Very truly yours,

T.A. Branscom

Tara A. Branscom

Assignment

922243

corp not qual, not required to quality sent affidavit

789 2933 671

/dlb

Enclosures

cc: Eric M. Margolin, Esq. 0059-032 (Discount Auto Parts)



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 12, 2002

TARA A. BRANSCOM, ESQUIRE
1800 FIRST UNION TOWER, DRAWER 1200
ROANOKE, VA 24006

SUBJECT: DISCOUNT AUTO PARTS
Ref. Number: 922243

We have received your document for DISCOUNT AUTO PARTS and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every business entity transacting business in Florida must have an active registration/filing on file with this office. Enclosed please find a copy of section 607.1501, 617.1501, or 608.501, Florida Statutes, which lists those activities that do not constitute transacting business in Florida. If, after reviewing this section, you determine the applicant of the mark is not transacting business within the state of Florida, please complete the enclosed affidavit form and return it to this office. If, however, you determine the applicant of the mark is transacting business in Florida, you must complete the enclosed application/form and return to this office with the appropriate filing fee(s) before your mark application can be processed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6918.

Nanette Causseaux
Corporate Specialist Supervisor

Letter Number: 502A00047762

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TARA A. BRANSCOM
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September 26, 2002

Nanette Causseaux
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Mark: DISCOUNT AUTO PARTS
Ref. No.: 922243

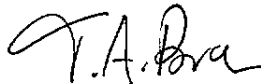
Dear Ms. Causseaux:

In response to your correspondence of August 12, 2002 (a copy of which is enclosed), I enclose the following documents for filing:

1. Statement Concerning Authority to Transact Business in Florida by a Foreign Business Entity executed by Eric M. Margolin, Secretary for Advance Merchandising Company, Inc.
2. Assignment of Mark Registration form.

Thank you for your assistance in the matter. If you have any questions, please let me know.

Very truly yours,



Tara A. Branscom

/dlb

Enclosures

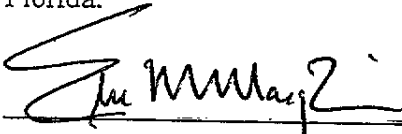
cc: Eric M. Margolin, Esq.
0059-032 (Discount Auto Parts)

STATEMENT CONCERNING AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA BY A FOREIGN BUSINESS ENTITY

Advance Merchandising Company, Inc. has not received a certificate of authority from the Florida Department of State to transact business in Florida pursuant to s. 607.1501, 617.1501, or 608.501, Florida Statutes.

I, ERIC M MARGOLIN, the undersigned, do hereby certify that I am aware that Advance Merchandising Company, Inc. has not received a valid certificate of authority to transact business in Florida as required by s. 607.1501, 617.1501, or 608.501, Florida Statutes.

Advance Merchandising Company, Inc. does not presently transact business in Florida within the meaning of s. 607.1501, 617.1501, or 608.501, Florida Statutes, and is not required to receive a certificate of authority to transact business in Florida.



Signature of Officer/Director/Manager/Managing Member

ERIC M MARGOLIN, Secretary
Typed or Printed Name and Capacity of Persons Signing

9/13/02

Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT - 1 AM 10: 28

ASSIGNMENT OF MARK REGISTRATION

1. The mark to be assigned is: DISCOUNT AUTO PARTS

Registration Number: 922243

2. ASSIGNOR: DAP Asset Management, Inc.
Name: _____

If Assignor is a corporation, the state in which incorporated & FL registration Number: DE

Address: P.O. Box 2710

City: Roanoke State/Zip: VA 24001

3. ASSIGNEE:
Name: Advance Merchandising Company, Inc.

If Assignee is a corporation, the state in which incorporated & FL registration number: VA

Address: 5673 Airport Road

City: Roanoke State/Zip: VA 24012

4. All right, title and interest in and to said mark, together with the good will of the business in which the mark is used (or that part of the good will of the business connected with the use of the mark) is hereby assigned by DAP Asset Management, Inc. to _____
(the Assignor)

Advance Merchandising Company, Inc.
(the Assignee)

[Signature]
(Assignor's Signature)

[Signature]
(Assignee's Signature)

By Eric M. Margolin
(Typed or Printed Name of Person Signing Above)

By Eric M. Margolin
(Typed or Printed Name of Person Signing Above)

On this 1st day of AUGUST 2002, ERIC M. MARGOLIN personally appeared before me,

who is personally known to me whose identity I proved on the basis of _____

(Notary Seal)

[Signature]
Signature of Notary Public

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT - 11 AM 10:28

Instructions: The assignment must be signed by both the assignee and the assignor. If a corporation, an officer of the corporation must sign. Both the assignee's and the assignor's signature must be acknowledged before a Notary Public. If you need assistance, call the Registration Section at (850) 245-6051.