

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM519250

<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>
THRIFTY, INC.		06/22/2016	Corporation: OKLAHOMA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	THRIFTY, LLC		
<b>Street Address:</b>	8501 Williams Road		
<b>City:</b>	Estero		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33928		
<b>Entity Type:</b>	Limited Liability Company: OKLAHOMA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2240661	THRIFTY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2122468959		
<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>	2127081870		
<b>Email:</b>	LBRYER@LADAS.COM		
<b>Correspondent Name:</b>	Ladas & Parry		
<b>Address Line 1:</b>	1040 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10018		
<b>ATTORNEY DOCKET NUMBER:</b>	A18TMA07619-US		
<b>NAME OF SUBMITTER:</b>	Lanning Bryer		
<b>SIGNATURE:</b>	/lgb/		
<b>DATE SIGNED:</b>	04/16/2019		
<b>Total Attachments: 4</b>			
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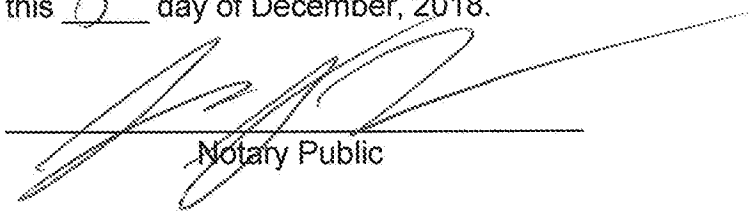
CERTIFICATION

UNITED STATES OF AMERICA ]  
] ]  
STATE OF NEW YORK ] ss:  
] ]  
COUNTY OF NEW YORK ]

I, **Lanning G. Bryer**, an Attorney-At-Law of the State of New York, do hereby certify, pursuant to Rule 2105, C.P.L.R., that I have compared the foregoing with the original and have found it to be a true and complete copy.

  
\_\_\_\_\_  
**Lanning G. Bryer**  
Attorney & Authorized Signatory

Subscribed and sworn to before me  
this 5<sup>th</sup> day of December, 2018.

  
\_\_\_\_\_  
Notary Public

[SEAL] SCOTT J. LEBSON  
Notary Public, State of New York  
No. 02LE6105173  
Qualified in New York County  
Commission Expires February 2, 2020

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF CONVERSION

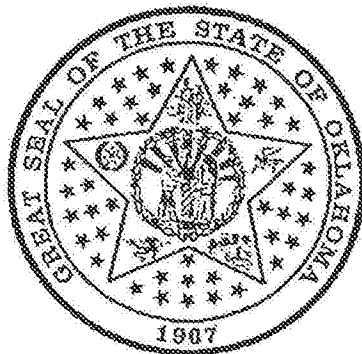
WHEREAS,

THRIFTY, LLC

*a domestic limited liability company organized under the laws of the State of OKLAHOMA has filed in the office of the Secretary of State duly authenticated evidence of a conversion, as provided by the laws of the State of Oklahoma.*

*NOW THEREFORE, I, the undersigned Secretary of State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this Certificate evidencing such conversion.*

*IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.*



*Filed in the city of Oklahoma City this  
22nd day of June, 2016.*

A handwritten signature in cursive script, appearing to read "Chris Beatty", is written over a horizontal line.

*Secretary of State*



CERTIFICATE OF CONVERSION  
OF A CORPORATION TO A LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 2054.1 OF THE  
OKLAHOMA LIMITED LIABILITY COMPANY ACT

TO: OKLAHOMA SECRETARY OF STATE  
Business Filing Department  
421 N.W. 13<sup>th</sup>, Suite 210  
Oklahoma City, Oklahoma 73103

The undersigned, for the purpose of converting an Oklahoma corporation to an Oklahoma limited liability company in accordance with Section 1090.5 of the Oklahoma General Corporation Act and pursuant to Section 2054.1 of the Oklahoma Limited Liability Act, does hereby execute the following articles:

1. Prior to conversion, the name of the corporation is THRIFTY, INC. *1900014008*
2. The corporation's original Certificate of Incorporation was filed with the Secretary of State in this State on December 10, 1998.
3. Upon conversion, the new business entity will be a limited liability company and the name of the limited liability company shall be THRIFTY, LLC, as set forth in the Articles of Organization attached hereto.
4. The conversion has been approved by the Board of Directors and the shareholders of the converting corporation in accordance with Section 1090.5(B) of the Oklahoma General Corporation Act.

IN WITNESS WHEREOF, this Certificate of Conversion is executed as of the 22<sup>nd</sup> day of June, 2016.

THRIFTY, INC.

By: *Brian Waldbaum*  
Name: Brian Waldbaum  
Title: Assistant Secretary

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OKLAHOMA SECRETARY  
OF STATE

ARTICLES OF ORGANIZATION

OF

THRIFTY, LLC  
an Oklahoma Limited Liability Company

ARTICLE I

The name of the limited liability company (the "Company") is:

THRIFTY, LLC

ARTICLE II

The Company shall have a perpetual term of existence.

ARTICLE III

The street address of the Company's principal place of business in the State of Oklahoma is 5330 East 31<sup>st</sup> Street, Tulsa, Oklahoma 74135.

ARTICLE IV

EMAIL address of the primary contact for the registered business: bwaldbaum@hertz.com.

ARTICLE V

The name and street address of the Company's resident agent and registered office in the State of Oklahoma is c/o The Corporation Company, 1833 South Morgan Road, Oklahoma City, Oklahoma 73128.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the undersigned on the 22<sup>nd</sup> day of June, 2016.

DOLLAR: THRIFTY AUTOMOTIVE  
GROUP, INC., a Delaware corporation, Sole  
Member

By: R. Scott Massengill

Name: R. Scott Massengill

Title: Treasurer