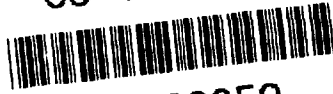


05-17-1999



RE

101038852 COVER SHEET

TRADEMARKS ONLY

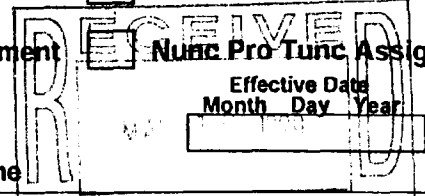
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment



Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

05/14/1999 DNGUYEN 00000119 75440515

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 DP
900.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 001897 FRAME: 0092

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/440,515"/>	<input type="text" value="75/440,201"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,211,281"/>	<input type="text" value="1,752,713"/>	<input type="text" value="2,006,412"/>
<input type="text" value="1,743,336"/>	<input type="text" value="1,928,414"/>	<input type="text" value="2,209,296"/>
<input type="text" value="1,741,485"/>	<input type="text" value="1,746,769"/>	<input type="text" value="1,813,369"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Shelley J. Safer

Name of Person Signing

Shelley J. Safer
Signature

May 6, 1999

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party.

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

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Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>

1,764,658	1,748,665	1,743,360
1,741,479	1,908,624	1,740,007
1,803,329	1,736,800	1,744,665
1,786,774	1,763,031	1,804,616
1,804,620	1,764,675	2,010,293
1,735,034	1,804,617	2,016,836
1,780,415	1,791,128	1,804,619

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party
Enter Additional Conveying Party.

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party
Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>

1,731,350	1,733,319	1,905,747
1,806,248	1,741,481	

RECEIVED - DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

99 FEB -4 AM 11:30

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
NEWCO, INC.**

STATE OF WISCONSIN
FILED
FEB - 5 1999
DEPARTMENT OF
FINANCIAL INSTITUTIONS

The undersigned authorized officer of Newco, Inc., a Wisconsin corporation ("Corporation") incorporated under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes, hereby certifies that, in accordance with all applicable provisions of the Wisconsin Business Corporation Law as described below:

(1) The name of the Corporation prior to any change effected by these Articles of Amendment is Newco, Inc.

(2) Article 1 of such Corporation's Articles of Incorporation, filed in the Office of the Wisconsin Secretary of State on November 27, 1991, is amended and restated to read in its entirety as follows:

"The name of the corporation is PlayCore Wisconsin, Inc."

(3) The foregoing Amendment was adopted by the Board of Directors and Shareholder of the Corporation as of February 4, 1999 in accordance with Section 180.1003 of the Wisconsin Statutes.

IN WITNESS WHEREOF, the undersigned has executed and subscribed these Articles of Amendment on behalf of the Corporation and does affirm the foregoing as true as of the 4th day of February, 1999.

PLAYCORE WISCONSIN, INC.
(t/k/a Newco, Inc.)

By:


Richard E. Ruegger
Vice-President-Finance/CFO
and Treasurer

This document was drafted by, and after filing should be returned to: Robert H. Mace, Jr., Paralegal, Foley & Lardner, 777 E. Wisconsin Ave., Milwaukee, WI 53202-5367 (414) 297-5684.

NATIONAL PUBLIC RECORDS INC
329 W WILSON ST SECOND FLOOR
MADISON WI 53703
PHONE: 800/822-7725

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
2 4 99

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 001897 FRAME: 0097

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/440,515"/>	<input type="text" value="75/440,201"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>

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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Shelley J. Safer

Name of Person Signing

Shelley J. Safer
Signature

May 6, 1999

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party.

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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1,803,329	1,736,800	1,744,665
1,786,774	1,763,031	1,804,616
1,804,620	1,764,675	2,010,293
1,735,034	1,804,617	2,016,836
1,780,415	1,791,128	1,804,619

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party.

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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RECEIVED - DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

99 FEB -4 AM 11:30

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
NEWCO, INC.**

NO. 698 P. 2/2
STATE OF WISCONSIN
FILED
FEB - 5 1999
DEPARTMENT OF
FINANCIAL INSTITUTIONS

The undersigned authorized officer of Newco, Inc., a Wisconsin corporation ("Corporation") incorporated under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes, hereby certifies that, in accordance with all applicable provisions of the Wisconsin Business Corporation Law as described below:

(1) The name of the Corporation prior to any change effected by these Articles of Amendment is Newco, Inc.

(2) Article 1 of such Corporation's Articles of Incorporation, filed in the Office of the Wisconsin Secretary of State on November 27, 1991, is amended and restated to read in its entirety as follows:

"The name of the corporation is PlayCore Wisconsin, Inc."

(3) The foregoing Amendment was adopted by the Board of Directors and Shareholder of the Corporation as of February 4, 1999 in accordance with Section 180.1003 of the Wisconsin Statutes.

IN WITNESS WHEREOF, the undersigned has executed and subscribed these Articles of Amendment on behalf of the Corporation and does affirm the foregoing as true as of the 4th day of February, 1999.

PLAYCORE WISCONSIN, INC.
(f/k/a Newco, Inc.)

By:


Richard E. Ruegger
Vice-President-Finance/CFO
and Treasurer

This document was drafted by, and after filing should be returned to: Robert H. Mace, Jr., Paralegal, Foley & Lardner, 777 E. Wisconsin Ave., Milwaukee, WI 53202-5367 (414) 297-5684.

NATIONAL PUBLIC RECORDS INC
329 W WILSON ST SECOND FLOOR
MADISON WI 53703
PHONE: 800/822-7725

480157.1

PLAYCORE INC

04/21/99 WED 15:22 FAX 9 1 608 741 7191

RECORDED: 05/10/1999

TRADEMARK
REEL: 001897 FRAME: 0101