

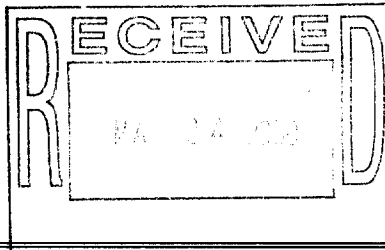
06-30-2000



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*MD 5.24.00*

HOLLAND & HART LLP  
P.O. Box 8749  
Denver, CO 80201-8749  
(303) 473-2700



<p>1. NAME OF CONVEYING PARTY(IES):</p> <p><b>R.A.M. ASSOCIATES, INC.</b> (d/b/a R.A.M. Sports, Inc.)</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY(IES):</p> <p><b>CLASSIC SPORT COMPANIES, INC.</b> 3660 East 40<sup>th</sup> Avenue Denver, CO 80205</p>
<p>3. NATURE OF CONVEYANCE:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>3a. EXECUTION DATE: <b>02/28/00</b> 3b. EFFECTIVE DATE: <b>03/01/00</b></p>	<p>2a. ASSIGNEE A FOREIGN ENTITY:</p> <p>Yes: _____ No: <u>X</u></p> <p>2b. DOMESTIC REPRESENTATIVE DESIGNATED:</p> <p>Yes: _____ No: <u>X</u></p>
<p>4A. TRADEMARK APPLICATION NOS.</p> <p><b>75/848,513</b></p> <p>Additional numbers attached? <u>X</u> Yes _____ No (see Attachment A)</p>	<p>4B. TRADEMARK REGISTRATION NO(S):</p> <p>N/A</p> <p>Additional numbers attached? _____ Yes _____ No</p>
<p>5. NAME AND ADDRESS OF CORRESPONDENT:</p> <p><b>Kristine M. Miller</b> <b>Holland &amp; Hart LLP</b> <b>P.O. Box 8749</b> <b>Denver, CO 80201-8749</b></p> <p>Our Ref.: <b>43108.0001</b></p>	
<p>6. TOTAL NUMBER OF TITLES: <b>2</b></p> <p>7. TOTAL FEE: <b>\$65.00</b></p> <p>8. CHECK ENCLOSED <u>X</u> Yes (CHARGE ANY ADDITIONAL FEES TO DEPOSIT ACCOUNT NO. 08-2623) (File cover page in duplicate)</p>	<p>9. The undersigned declares to the best of his of his knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document.</p> <p><i>Kristine M. Miller</i> <u>5/24/00</u> Kristine M. Miller Date 1 of <u>4</u></p>

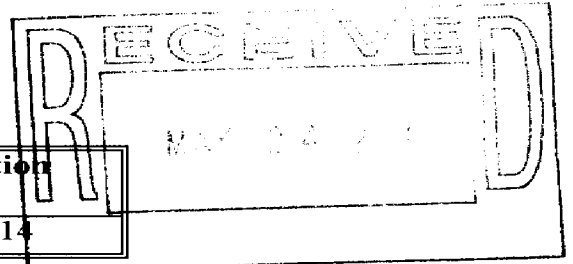
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01 FC:481 40.00 DP  
02 FC:482 25.00 DP

TRADEMARK  
REEL: 002094 FRAME: 0279

**Attachment "A"**  
**United States Trademark Applications**  
**in the name of R.A.M. Associates, Inc.**



Mark	Application Number
CLASSIC SPORT	75/848,514

**\* CHANGE OF NAME**

FILED - CUSTOMER COPY  
DONNITA DAVIS  
COLORADO SEC

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

20001043234 C

OF

**R.A.M. ASSOCIATES, INC.**

\$ 75.00  
SECRETARY OF STATE  
03-01-2000 10:10:26

**STOCK CHANGE**

The following articles ("Articles of Incorporation") constitute the Amended and Restated Articles of Incorporation of R.A.M. Associates, Inc., a Colorado corporation (the "Corporation"). These Articles of Incorporation were adopted by the shareholders of the Corporation at a duly called meeting of the shareholders held on February 28, 2000 and, in compliance with the applicable provisions of the Colorado Business Corporation Act, Section 7-110-106(f), Colorado Revised Statutes, the Corporation hereby states that the number of votes cast for these Articles of Incorporation by each voting group entitled to vote separately on the amendment was sufficient for approval by that voting group. These Articles of Incorporation correctly set forth the provisions of the Corporation's articles of incorporation, as amended, and supersede the Corporation's original articles of incorporation and all amendments thereto.

**ARTICLE I  
NAME**

The name of the Corporation is Classic Sport Companies, Inc..

**ARTICLE II  
LAW**

The Corporation is incorporated under the Colorado Business Corporation Act, as amended (the "Act").

**ARTICLE III  
DURATION**

The period of duration of the Corporation shall be perpetual.

**ARTICLE IV  
PURPOSE AND POWERS**

The purposes for which the Corporation is organized and its powers are as follows:

- A. To engage in the transaction of all lawful business and to pursue any and all lawful purposes for which a corporation may be incorporated pursuant to the laws of the State of Colorado.



# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF  
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

CLASSIC SPORT COMPANIES, INC.  
(COLORADO CORPORATION)

FILE # 19931025343 WAS FILED IN THIS OFFICE ON March 09, 1993  
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE  
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD  
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS  
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: March 01, 2000

*Donetta Davidson*

SECRETARY OF STATE