

01-30-2001

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



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

1.9.01

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
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
12 30 00

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
12 01 00

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)

City

State/Country

Zip Code

- 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

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01/30/2001 GTOM11 00000009 132534 75620562

01 FC:481 40.00 CH
02 FC:482 450.00 CH

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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

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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)

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.

Linda M. Rurka Dooley

January 8, 2001

Name of Person Signing

Signature

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/AKA/TA

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

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.)

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

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

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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ARTICLES OF MERGER

OF

Rosedale Open Country, Inc.

and

Apache Minnesota Thom McAn, Inc.

To the Secretary of State
State of Minnesota

Pursuant to the provisions of the Minnesota Business Corporation Act governing the merger of two or more domestic corporations for profit, the corporations hereinafter named do hereby adopt the following Articles of Merger.

1. The names of the merging corporations are Rosedale Open Country, Inc., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and Apache Minnesota Thom McAn, Inc., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act.
2. Annexed hereto and made a part hereof is the Plan of Merger for merging Rosedale Open Country, Inc. with and into Apache Minnesota Thom McAn, Inc. as approved by resolution of the directors and as approved by the shareholders of each of said merging corporations.
3. The Plan of Merger has been approved by Rosedale Open Country, Inc. and Apache Minnesota Thom McAn, Inc. pursuant to Chapter 302A, Minnesota Statutes.
4. Apache Minnesota Thom McAn, Inc. will continue its existence as the surviving corporation under its present name pursuant to the provisions of the Minnesota Business Corporation Act.
5. The merger of Rosedale Open Country, Inc. with and into Apache Minnesota Thom McAn, Inc. shall become effective on the 30th day of December, 2000.

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in Section 609.48, as if I had signed this document under oath.

MN BC D-:ARTICLES OF MERGER L/F D>D 08/97-3 (#490)

OPY

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Executed on December 1, 2000

Rosedale Open Country, Inc.

By:

Andrea Alarante

Vice President

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this document under oath.

Executed on December 1, 2000

Apache Minnesota Thom McAn, Inc.

By:

Donald Vangensten

Vice President

MN BC D-:ARTICLES OF MERGER L/F D>D 08/97-4 (#490)

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OPY

PLAN OF MERGER approved on December 1, 2000 by Rosedale Open Country, Inc., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and by resolution adopted by its Board of Directors on said date, and approved on December 1, 2000 by Apache Minnesota Thom McAn, Inc., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and by resolution adopted by its Board of Directors on said date.

1. Rosedale Open Country, Inc. and Apache Minnesota Thom McAn, Inc. shall, pursuant to the provisions of the Minnesota Business Corporation Act, be merged with and into a single corporation, to wit, Apache Minnesota Thom McAn, Inc., which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Minnesota Business Corporation Act. The separate existence of Rosedale Open Country, Inc., which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon said effective date in accordance with the provisions of said Minnesota Business Corporation Act.
2. The Articles of Incorporation of the surviving corporation upon the effective date of the merger shall continue to be the Articles of Incorporation of said surviving corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Minnesota Business Corporation Act.
3. The bylaws of the surviving corporation as in force and effect upon the effective date of the merger shall continue to be the bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Minnesota Business Corporation Act.
4. The directors and officers in office of the surviving corporation upon the effective date of the merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.
5. Pursuant to the Plan of Merger, (a) each share of common stock, no par value, of Apache Minnesota Thom McAn, Inc. issued and outstanding immediately prior to the effectiveness of the Merger be automatically cancelled and converted into one-half of a share of common stock, no par value, of Apache Minnesota Thom McAn, Inc. and (b) each share of common stock, no par value, of Rosedale Open Country, Inc. issued and outstanding immediately prior to the effectiveness of the Merger, will upon and by virtue of the Merger be automatically cancelled and converted into one-half of a share of common stock, no par value, of Apache Minnesota Thom McAn, Inc.
6. The Plan of Merger herein made and approved shall be submitted to the shareholders entitled to vote thereon of the terminating corporation and of the surviving corporation for their approval or

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rejection in the manner prescribed by the provisions of the Minnesota Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the terminating corporation and of the surviving corporation in the manner prescribed by the provisions of the Minnesota Business Corporation Act, the terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Minnesota, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the President or any Vice President of the terminating corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

9. The merger herein provided for shall become effective upon the 30th day of December, 2000.

STATE OF MINNESOTA
FILED -

DEC 20 2000

Mary Hoffmeyer

Secretary of State

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RECORDED: 01/09/2001

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