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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office  
Box Assignments

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
BREEZE, INC. 4.26.01

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation - State: Colorado  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?     Yes     No

2. Name and address of receiving party(ies):

Name: Intrawest Retail Group, Inc.  
Internal Address: 221 Corporate Circle, Suite Q  
Street Address: 221 Corporate Circle, Suite Q  
City: Golden State: CO ZIP: 80401

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Colorado  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:     Yes     No

(Designations must be a separate document from Assignment)  
Additional name(s) & addresses attached?     Yes     No

3. Nature of conveyance

Assignment                                       Merger  
 Security Agreement                             Change of Name  
 Other \_\_\_\_\_

Execution Date: 6/30/99

4. Application number(s) or registration number(s):

Trademark Application No.(s) \_\_\_\_\_

Additional numbers attached?     Yes     No

B. Trademark Registration No.(s)  
1,152,017

Additional numbers attached?     Yes     No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Brent P. Johnson, Esq.  
Internal Address: SHERIDAN ROSS P.C.  
Suite 1200  
Street Address: 1560 Broadway  
City: Denver State: CO ZIP 80202-5141

6. Total number of applications and registrations involved. .... 1

7. Total fee (37 CFR 3.41): ..... \$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account.

8. Deposit account number:    19-1970  
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.*

Brent P. Johnson                      [Signature]                      4/20/01  
Name of person signing                      Signature                      Date

Total number of pages including cover sheet, attachments and document:    3

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, DC 20231

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO COMMISSIONER FOR PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231 ON April 20, 2001

SHERIDAN ROSS P.C.

BY: Katherine L. Gonzales

VW

**CHANGE OF NAME**

**ARTICLES OF MERGER**

These Articles of Merger are made in accordance with Section 7-111-104 of the Colorado Business Corporation Act.

- 1. The name of the surviving corporation is Breeze, Inc., a Colorado corporation.
- 2. The address of the surviving corporation is 405 Urban Street, Suite 205, Lakewood, Colorado 80228.

3. The plan of merger is as follows:

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VICTORIA BUCKLEY  
Secretary of State

19991124366 C  
\$ 75.00  
SECRETARY OF STATE  
06-30-1999 14:57:35

- a. The name of the parent company is Breeze, Inc., and the name of the subsidiary company is MAX Snowboard, Inc., a Colorado corporation. The surviving corporation shall be Breeze, Inc.
- b. The terms and conditions of the merger are:
  - (i) MAX Snowboard, Inc. will be merged with and into Breeze, Inc. with Breeze, Inc. being the surviving Colorado corporation.
  - (ii) The effective time of the merger shall be June 30, 1999.
- c. The shares of MAX Snowboard, Inc. common stock not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, inasmuch as Breeze, Inc. is the owner of all outstanding shares of MAX Snowboard, Inc., but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.
- d. The Articles of Incorporation of Breeze Inc. as the surviving corporation, shall be amended as follows:
  - (i) Article I is hereby deleted in its entirety and replaced with the following:

**"ARTICLE I  
NAME**

The name of the corporation is Intrawest Retail Group, Inc. (the "Corporation").

- 4. The number of votes cast by the shareholders of Breeze, Inc. for the plan of merger by each voting group entitled to vote separately on the merger was sufficient for approval of the merger by each voting group.

- 5. Immediately before the merger, Breeze, Inc., the parent, owned 100% of the outstanding shares of each class of the subsidiary and the effective date of the merger shall be June 30, 1999 and such effective date complies with Section 7-111-104(5) of the Colorado Business Corporation Act.

Dated: 6/30/99

BREEZE, INC.

By: 

Name(print): Thomas A. Sapiro

Title: Vice President