

07-03-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

101768033

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

1. Name of conveying party(ies): ClubCorp International, Inc.
[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation-State
[] Other 621.01
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies)
Name: ClubCorp, Inc.
Internal Address:
Street Address: 3030 LBJ Freeway, #700
City: Dallas State: TX Zip: 75234
[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation-State Delaware
[] Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [] Yes [X] No

3. Nature of conveyance:
[] Assignment [] Merger
[] Security Agreement [X] Change of Name
[] Other
Execution Date: January 27, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/749,643 75/771,864
75/751,915 75/771,863
75/749,405
Additional number(s) attached [] Yes [X] No

B. Trademark Registration No.(s)
1,918,427
1,918,276
1,809,569 1,910,358 1,918,277
1,829,559 1,909,763 1,918,428
2,031,369
2,031,370

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Stephen M. Trattner
Internal Address:
Street Address: Trattner + Associates
1823 Jefferson Place, NW
City: Washington State: DC Zip: 20036

6. Total number of applications and registrations involved: 15
7. Total fee (37 CFR 3.41): \$390.00
[X] Enclosed
[] Authorized to be charged to deposit account
8. Deposit account number:
(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.
Terry A. Taylor
Name of Person Signing
Signature
Date 6-8-01

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

Handwritten notes and stamps: 40.00 BP, 150.00 BE

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CLUBCORP INTERNATIONAL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CLUBCORP, INC.", THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2922003 8320
991033065

AUTHENTICATION: 9543605
DATE: 01-27-99

TRADEMARK
REEL: 002326 FRAME: 0145

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

CLUBCORP INTERNATIONAL, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is ClubCorp International, Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking out Article 1 thereof and by substituting in lieu of said Article the following new Article:

"The name of the Corporation is ClubCorp, Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

The effective time and date of the amendment herein certified shall be upon filing.

Signed on this 26th day January, 1999.

By: [Signature]
Robert H. DeGman, Jr., President

By: [Signature]
Terry A. Taylor, Secretary

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "CLUBCORP INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JULY, A.D. 1998, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2922003 8100

981481003

AUTHENTICATION: 9461406

DATE: 12-14-98

TRADEMARK
REEL: 002326 FRAME: 0147

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CLUB CORPORATION INTERNATIONAL", A NEVADA CORPORATION, WITH AND INTO "CLUBCORP INTERNATIONAL, INC." UNDER THE NAME OF "CLUBCORP INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF AUGUST, A.D. 1998, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2922003 8100M

981315140

AUTHENTICATION: 9251174

DATE: 08-13-98

CERTIFICATE OF MERGER
of
CLUB CORPORATION INTERNATIONAL
into
CLUBCORP INTERNATIONAL, INC.

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, ClubCorp International, Inc. a Delaware corporation (the "Successor Corporation"), hereby certifies the following information relating to the merger (the "Merger") of Club Corporation International, a Nevada corporation (the "Predecessor Corporation"), with and into the Successor Corporation.

1. The names and states of incorporation of the Successor Corporation and the Predecessor Corporation (collectively, the "Constituent Corporations") are:

<u>Names</u>	<u>State</u>
Club Corporation International	Nevada
ClubCorp International, Inc.	Delaware

2. The Agreement and Plan of Merger, dated as of August 4, 1998, by and among the Successor Corporation and the Predecessor Corporation (the "Agreement and Plan of Merger"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 252(c) of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is ClubCorp International, Inc., a Delaware corporation. The Merger is being effected for the sole purpose of changing the domicile of the Predecessor Corporation from Nevada to Delaware.

4. The certificate of incorporation of the Successor Corporation shall be the certificate of incorporation (the "Certificate of Incorporation") of the surviving corporation.

5. The executed Agreement and Plan of Merger is on file at the principal place of business of the Successor Corporation, which is located at 3030 LBJ Freeway, Suite 700, Dallas, Texas 75234.

871225:17719.1

6. A copy of the Agreement and Plan of Merger will be furnished by the Successor Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

7. The authorized capital of the Predecessor Corporation is 100,000,000 shares of common stock at par value \$0.01 per share.

8. This Certificate of Merger shall become effective on August 10, 1998, at 1:30 p.m. (New York City time).

NY12515:197169.1

-2-

NO. 0911 F. 2. 2

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TRADEMARK
REEL: 002326 FRAME: 0150

IN WITNESS WHEREOF, ClubCorp International, Inc.
has caused this Certificate of Merger to be executed as of
the 4th day of August, 1998.

CLUBCORP INTERNATIONAL, INC.

By: *Robert E. Dedman, Jr.*
Name: Robert E. Dedman, Jr.
Title: President

ATTEST: ,

By: *Terry A. Taylor*
Name: Terry A. Taylor
Title: Secretary

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

AUG 11 1998
No. C 693-86
Dean Heller
DEAN HELLER, SECRETARY OF STATE

**ARTICLES OF MERGER
OF
CLUB CORPORATION INTERNATIONAL
A NEVADA CORPORATION
INTO
CLUBCORP INTERNATIONAL, INC.
A DELAWARE CORPORATION**

Pursuant to Section 92A.200 of the Nevada Revised Statutes ("NRS"), ClubCorp International, Inc., a Delaware corporation, as the surviving entity, does hereby deliver to the Nevada Secretary of State the following articles of merger:

Article I

The constituent entities to the merger are (i) Club Corporation International, a Nevada corporation ("Merging Corporation"), as the merging entity, and (ii) ClubCorp International, Inc., a Delaware corporation ("Surviving Corporation" and, together with the Merging Corporation, the "Constituent Entities"), as the surviving entity.

Article II

An Agreement and Plan of Merger and Reincorporation, dated August 4, 1998 (the "Plan of Merger"), has been adopted by the Surviving Corporation and by the Merging Corporation.

Article III

Approval by the stockholders of the Constituent Entities was required, thus the Plan of Merger was submitted to the stockholders of the Constituent Entities by their respective Boards of Directors.

(i) As to the Surviving Corporation, the Plan of Merger was approved by the unanimous consent of the sole stockholder of the Surviving Corporation.

(ii) As to the Merging Corporation, as of the date the Plan of Merger was approved, the number of shares of common stock, par value \$0.01 per share ("Common Stock"), issued was approximately 90,219,408 (including approximately 5,244,175 shares held by the Merging Corporation as treasury stock). The Common Stock was the only class of outstanding capital stock of the Merging Corporation and, therefore, the only class entitled to vote on the Plan of Merger. The owners of approximately 76,459,500 shares of Common Stock of the Merging Corporation (including no shares of treasury stock) representing approximately eighty-four and three-quarters percent

CLUBCORP INTERNATIONAL, INC. 0101
August 4, 1998

(84.75%) of the outstanding shares of Common Stock approved the Plan of Merger by written consent. The number consenting in favor of the Plan of Merger by the stockholders of each class of shares was sufficient for approval by the owners of that class.

Article IV

The Articles of Incorporation of the Surviving Corporation shall not be amended as a result of the Merger.

Article V

The complete executed Plan of Merger is on file at the principal place of business of the Surviving Corporation at 3030 LBJ Freeway, Dallas, TX, and a copy of the complete executed Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Entity.

Article VI

This merger shall become effective on August 12, 1998 at 12:30 p.m. (Dallas time).

Article VII

The address to which copies of service of process may be mailed to the Surviving Corporation by the Secretary of State of the State of Nevada is One East First Street, Reno, Nevada 89501.

4.11.1998 11:00 AM
August 4, 1998

IN WITNESS WHEREOF, these Articles of Merger have been duly signed and acknowledged on the 7th day of August, 1998.

"MERGING CORPORATION"

CLUB CORPORATION INTERNATIONAL, a Nevada corporation

By: [Signature]
Name: Robert H. Dedman, Jr.
Title: President

By: [Signature]
Name: [Signature]
Title: Secretary

"SURVIVING CORPORATION"

CLUBCORP INTERNATIONAL, INC., a Delaware corporation

By: [Signature]
Name: Robert H. Dedman, Jr.
Title: President

By: [Signature]
Name: [Signature]
Title: Secretary

CLUBCORP INTERNATIONAL, INC.
August 7, 1998

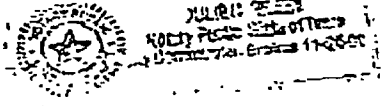
1-279 P.08/07 145-375

AUG-11-98 13:46 From: LIONEL, SAWYER & COLLINS

STATE OF Texas

COUNTY OF Dallas

This instrument was acknowledged before me on August 7, 1998, by Robert W. Dedmon, Jr. as President of Club Corporation International, a Nevada corporation.



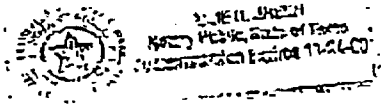
[Signature]
NOTARY PUBLIC

My Commission expires: 11/24/00

STATE OF Texas

COUNTY OF Dallas

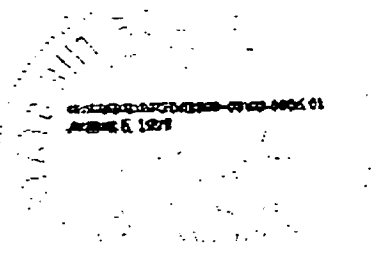
This instrument was acknowledged before me on August 7, 1998, by Frank A. Taylor as Secretary of ClubCorp International, Inc., a Delaware corporation.



[Signature]
NOTARY PUBLIC

My Commission expires: 11/24/00

NOTARY PUBLIC STATE OF TEXAS
My Commission Expires 11/24/00



AUG-11-98 13:47 From: LIOUREL, SAMYER & COLLINS

1-279 P.07/07 Job-375

STATE OF NEVADA
Secretary of State

I hereby certify that this is a
true and complete copy of
the document as filed in this
office.

AUG 11 '98

Dean Heller
DEAN HELLER
Secretary of State

By *[Signature]*