

09-05-2001

FORM PTO 1594
(Rev. 6-93)

REC



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101833810

OMB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies):
Blue Fox Tackle Company
10395 Yellow Circle Drive
Minnetonka, Minnesota 55343

P-27-01

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - Minnesota
 Other _____

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

Name and address of receiving party(ies)
Name: Normark Corporation
10395 Yellow Circle Drive
Minnetonka, Minnesota 55343

Individual(s) _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State - Minnesota
 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) & address(es) attached Yes No

2. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 24, 2001, effective June 7, 2001

3. Application number(s) or patent number(s):

A. Trademark Application No.(s)
See Attachment A

B. Trademark Registration No.(s)
See Attachment A

Additional numbers attached? Yes No

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

Name: Travis L. Bachman, Esq.

Internal Address: Dorsey & Whitney LLP

Street Address: 220 South Sixth Street

City: Minneapolis State: MN ZIP: 55402

5. Total Number of applications and registrations involved: 39

6. Total fee (37 CFR 3.41). \$ 990.00

Enclosed

Authorized to be charged to deposit account

7. Deposit account number:
04-1420

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

8. 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.

Travis L. Bachman
Name of person Signing

[Signature]
Signature

August 27, 2001
Date

Total number of pages comprising cover sheet: 2

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

Commissioner for Trademarks
2900 Crvstal Drive

TRADEMARK
REEL: 002361 FRAME: 0464

44.00 DP
950.00 DP
09/05/2001 LMIJELER 0000079 172394
01 FC:401
02 FC:402

ATTACHMENT A

<u>Trademark</u>	<u>App./Reg. Number</u>
AQUA	1725898
BELL BODY LURE Design	2005488
BIG BASS	2117468
BIG BASS TOURNAMENT	2237082
BLACK FLASH	1798823
BLUE FOX	1088826
FIREFLY	1694590
FISH SMART	1245478
Fox Face Design	1815038
Fox Head Design	1812237
FOXEE	1636996
FOXEE JIG	1699219
FOXTAIL	1657514
GENO'S LURES (and Design)	1349706
HIDDEN HEAD	1805433
HOT PEPPER	2067667
KANDLEFISH (Stylized)	2402989
Lure Design	2005488
MINNOW CHASER	2258100
MUSKY BUCK	1988204
PIXEE	1685452
RATTLIN' SKIRT	2018111
SCATBACK	75/450913
SMARTSKIRT	2456118
SMARTWIRE	2390425
SOFTSHELL	1885079
Spoon Lure Design	2256472
STINGING FOXEE	1794366
STROBE	2071835
TANTALIZING TEASER	2024339
TINGLER	2140970
TRIPLEHIKER	2435847
TRIXEE	1817489
VIBRAX	1956291
VIBRAX MINNOW SPIN	1918936
VIBROTAIL	1428598
WHIPTAIL BUZZER	2422788
WHISPER	1414345
WILD EYE	2176863

State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Joan Anderson Growe, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A
State of Formation and Names of Merging Entities:

MN: BLUE FOX TACKLE COMPANY

MN: NORMARK CORPORATION

State of Formation and Name of Surviving Entity:

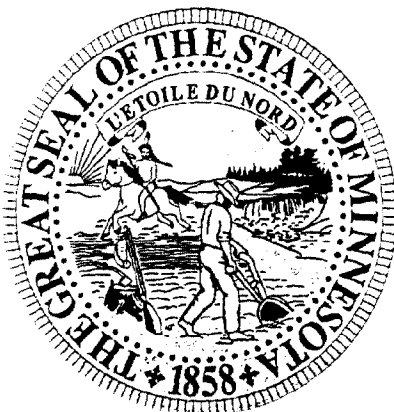
MN: NORMARK CORPORATION

Effective Date of Merger: 6/7/2001

Name of Surviving Entity After Effective Date of Merger:

NORMARK CORPORATION

This certificate has been issued on: 6/7/2001



Mary Kiffmeyer
Secretary of State.

1B-169

**ARTICLES OF MERGER
OF
BLUE FOX TACKLE COMPANY
INTO
NORMARK CORPORATION**

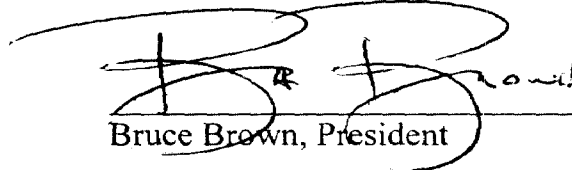
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The undersigned, Bruce Brown, the President of Normark Corporation, a Minnesota corporation, hereby certifies as follows:

1. The plan of merger attached hereto as exhibit A, for the merger into Normark Corporation of its wholly-owned subsidiary, Blue Fox Tackle Company, was duly adopted by the board of directors of Normark Corporation.
2. The number of outstanding shares of Blue Fox Tackle Company is 25,000 shares of common stock. All of the outstanding shares of such stock are owned by Normark Corporation.
3. Since Blue Fox Tackle Company has no shareholders other than Normark Corporation, no copy of the plan of merger was mailed to any shareholder of Blue Fox Tackle Company.

IN WITNESS WHEREOF, the undersigned, President of Normark Corporation, being duly authorized on behalf of Normark Corporation has executed this documents this 24th day of May, 2001.

NORMARK CORPORATION



Bruce Brown, President

098788

**PLAN OF MERGER
OF
BLUE FOX TACKLE COMPANY
INTO
NORMARK CORPORATION**

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1. The name of the subsidiary corporation is Blue Fox Tackle Company, a Minnesota corporation.
2. The name of the parent and surviving corporation is Normark Corporation, a Minnesota corporation.
3. The merger shall be effective when articles of merger are filed with the Minnesota Secretary of State (the "Effective Date").
4. Upon the Effective Date of the merger, all outstanding shares of each class and series of stock of Blue Fox Tackle Company shall be cancelled, and no shares of Normark Corporation shall be issued in lieu thereof.
5. Upon the Effective Date, the provisions of subdivisions 302A.641, subdivisions 2 and 3 of the Minnesota Business Corporation Act shall apply.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JUN -7 2001 *AS*

Mary Hoffmeyer
Secretary of State