

12-06-2001



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11.14-01

HOLLAND & HART LLP

P.O. Box 8749

Denver, CO 80201-8749

(303) 473-2700

<p>1. NAME OF CONVEYING PARTY(IES):</p> <p>R.A.M. ASSOCIATES, INC. (d/b/a R.A.M. Sports, Inc.)</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY(IES):</p> <p>CLASSIC SPORT COMPANIES, INC. 10955 Westmoor Drive Westminster, CO 80021</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: 02/28/00 3b. EFFECTIVE DATE: 03/01/00</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>Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>4B. TRADEMARK REGISTRATION NO(S).:</p> <p>1,985,952</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. NAME AND ADDRESS OF CORRESPONDENT:</p> <p>Kristine M. Miller Holland & Hart LLP P.O. Box 8749 Denver, CO 80201-8749</p> <p>Our Ref.: 43108.0001</p>	
<p>6. TOTAL NUMBER OF TITLES: 1</p> <p>7. TOTAL FEE: \$40.00</p> <p>8. CHECK ENCLOSED? YES <u>X</u> No _____ (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> _____ Kristine M. Miller</p> <p><u>10/14/2001</u> Date 1 of <u>3</u></p>

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40.00 DP



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

CHANGE OF NAME

STOCK CHANGE

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

R.A.M. ASSOCIATES, INC.

FILED - CUSTOMER COPY
DONETTA DAVIS
COLORADO SEC

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

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 23, 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.