

02-06-2002

Docket No.:

10739.12.1



Tab settings

To the Honorable Commissioner of Patents... **101973856** attached original documents or copy thereof.

1. Name of conveying party(ies):
Polaris Industries Partners L.P.

1-22-02

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

Additional names(s) of conveying party(ies) Yes No

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

Name: **Polaris Industries Inc.**

Internal Address: _____

Street Address: **2100 Highway 55**

City: **Medina** State: **MN** ZIP: **55340**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State **Delaware**
 Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: **December 31, 1996**

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

A. Trademark Application No.(s) B. Trademark Registration No.(s)

1,900,085

Additional numbers Yes No

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

Name: **Scott P. Sullivan**

Internal Address: **1100 International Centre**

Street Address: **900 Second Avenue South**

City: **Minneapolis** State: **MN** ZIP: **55402**

6. Total number of applications and registrations involved:..... **One**

7. Total fee (37 CFR 3.41):.....\$ **40.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
061910

02/05/2002 6TON11 00000105 1900085
01 FC:481 40.00 OP

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.

Scott P. Sullivan *[Signature]* **12/20/2001**
Name of Person Signing Signature Date

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, 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:

"POLARIS INDUSTRIES PARTNERS L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "POLARIS INDUSTRIES INC." UNDER THE NAME OF "POLARIS INDUSTRIES INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 1996, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1996.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1475576

DATE: 12-03-01

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TRADEMARK
REEL: 002437 FRAME: 0941

**CERTIFICATE OF MERGER
OF
POLARIS INDUSTRIES PARTNERS L.P.
INTO
POLARIS INDUSTRIES INC.**

Pursuant to Section 263 of the Delaware General Corporation Law, the undersigned chief executive officer and secretary of Polaris Industries Inc., a Delaware corporation, hereby certifies that:

1. The constituent entities are: Polaris Industries Inc., a Delaware corporation and Polaris Industries Partners L.P., a Delaware limited partnership.
2. An agreement of merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent entities in accordance with section 263(c) of the Delaware General Corporation Law.
3. Polaris Industries Inc. shall be the surviving entity.
4. The certificate of incorporation of the surviving entity shall be the certificate of incorporation of Polaris Industries Inc.
5. The executed agreement of merger is on file at the principal office of Polaris Industries Inc. at 1225 Highway 169 North, Minneapolis, Minnesota 55441.
6. A copy of the agreement of merger will be furnished by Polaris Industries Inc., on request and without cost, to any stockholder of Polaris Industries Inc. or any partner of Polaris Industries Partners L.P.
7. This Certificate of Merger shall be effective at 11:45 p.m., Eastern Standard Time, on December 31, 1996.

IN WITNESS WHEREOF, Polaris Industries Inc. has caused this certificate to be executed by W. Hall Wendel, Jr., its chief executive officer and attested by John H. Grunewald, its secretary, this 26th day of December, 1996.

POLARIS INDUSTRIES INC.

By:


W. Hall Wendel, Jr.

Its: Chief Executive Officer

ATTEST:

By:


John H. Grunewald

Its: Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:30 AM 12/26/1996
960383552 - 2681913

RECORDED: 01/22/2002

TRADEMARK
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