



9/12/02

To the Honorable Commiss

102219158

attached original documents or copy thereof.

1. Name of conveying party(ies):

**Mothership Distribution, Inc.**

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

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

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other:
- X Merger
- Change of Name

Execution Date: September 14, 1999

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

**First Team Sports Inc.  
1201 Lund Boulevard  
Anoka, Minnesota 55303**

- Individual(s) citizenship: \_\_\_\_\_
- Association: \_\_\_\_\_
- General Partnership: \_\_\_\_\_
- Limited Partnership: \_\_\_\_\_
- X Corporation: Minnesota
- Other: \_\_\_\_\_

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

(Designation must be a separate document from Assignment)

Additional name(s) & addresses attached?  Yes  No

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

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 2,059,232 2,198,877

Additional number(s) attached  Yes  No

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

Harriet E. Perkins, Esq.  
Drinker Biddle & Reath LLP  
1000 Westlakes Drive, Suite 300  
Berwyn, PA 19312

6. Total number of applications and registrations involved: ..... 2

7. Total fee (37 CFR 3.41) \$ 65.00  
X Enclosed  
 Authorized to be charged to deposit account

8. Deposit Account Number:

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

Attorney Docket No. 144223

09/12/2002 DBYRNE 00000221 2059232

01 FC:481 40.00 OP  
02 FC:482 25.00 OP

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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.

Harriet E. Perkins  
Name of Person Signing

*Harriet E. Perkins*  
Signature

9/11/02  
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, D.C. 20231

**ARTICLES OF MERGER  
OF  
MOTHERSHIP DISTRIBUTION, INC.  
(A MINNESOTA CORPORATION)  
INTO  
FIRST TEAM SPORTS, INC.  
(A MINNESOTA CORPORATION)**

Pursuant to Section 302A.621 of the Minnesota Statutes, the undersigned corporations execute the following Articles of Merger:

**FIRST:** Mothership Distribution, Inc., a Minnesota corporation ("Mothership") has 100 shares of Common Stock outstanding, all of which are owned by First Team Sports, Inc., a Minnesota corporation ("First Team").

**SECOND:** Attached hereto as Exhibit A is a copy of the Plan of Merger adopted by resolution approved by the unanimous affirmative vote of the members of the Board of Directors of First Team to merge Mothership with and into First Team, which will survive.

**THIRD:** The registered and corporate office of First Team is 1201 Lund Boulevard, Anoka, Minnesota 55303.

**FOURTH:** The merger shall be effective on the date that these Articles of Merger are filed with the Minnesota Secretary of State.

Dated: September 14, 1999

FIRST TEAM SPORTS, INC.

By   
John J. Egart, President and Chief Executive Officer

**EXHIBIT A**

**Approval of Plan of Merger of Mothership Distribution into the Company**

**RESOLVED**, that the following Plan of Merger of Mothership Distribution, Inc. ("Mothership"), a wholly-owned subsidiary of First Team Sports, Inc. ("First Team"), with and into First Team be and it hereby is adopted and approved:

First Team, as the owner of all of the outstanding shares of Mothership, shall merge Mothership into First Team in accordance with the provisions of Section 302A.621 of the Minnesota Statutes.

In connection with such merger, First Team shall assume all of the obligations of Mothership outstanding at the effective time of the merger.

The shares of Mothership shall not be converted into shares of First Team but shall, at the effective time of the merger, be surrendered and extinguished without payment of any cash or the delivery of any other consideration.

The effective time of the merger herein provided for shall be on the date on which Articles of Merger are filed with the Secretary of State of Minnesota.

**FURTHER RESOLVED**, that the officers of this corporation be and they hereby are authorized and directed to execute Articles of Merger embodying the foregoing Plan and to cause the same to be filed with the Secretary of State of Minnesota.

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