

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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

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

1. Name of conveying party:
BAYLINER MARINE CORPORATION

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

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:
Name: BRUNSWICK FAMILY BOAT CO. INC.
Internal Address: _____
Street Address: P. O. BOX 9029
City: EVERETT State: WA ZIP: 98206

Individual(s) citizenship _____
 Association
 General Partnership Limited Partnership
 Corporation - State DELAWARE
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Dates:
1) May 7, 2002 3) _____
2) _____ 4) _____

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

A. Trademark Application No(s).

Additional numbers attached? Yes No

B. Trademark Registration No(s).

1,753,810
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Seed Intellectual Property Law Group PLLC
Internal Address: LORRAINE LINFORD

Street Address: 701 Fifth Avenue, Suite 6300
City: Seattle State: WA ZIP: 98104-7092

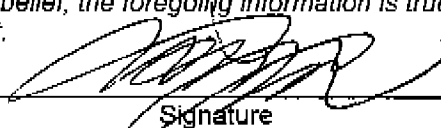
6. Total number of applications and registrations involved: _____

7. Total Fee (37 CFR 3.41):\$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-1090
(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.

LORRAINE LINFORD  1/14/03
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Delaware

PAGE 1

The First State

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 AMENDMENT OF "BAYLINER MARINE CORPORATION", CHANGING ITS NAME FROM "BAYLINER MARINE CORPORATION" TO "BRUNSWICK FAMILY BOAT CO. INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MAY, A.D. 2002, AT 3:15 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0786757 8100

020462912

AUTHENTICATION: 1898375

TRADEMARK
DATE: 07-23-02
REEL: 002596 FRAME: 0610

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:15 PM 05/08/2002
020295795 - 0786757

CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION

Bayliner Marine Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,
DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Restated Certificate of Incorporation of Bayliner Marine Corporation, be amended by changing the 1st Article thereof so that, as amended, said Article shall be and read as follows:

"1. The name of the corporation is Brunswick Family Boat Co. Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by Lloyd C. Chatfield II, its Assistant Secretary, this 7th day of May, 2002.

BRUNSWICK FAMILY BOAT CO. INC.

By: /s/ Lloyd C. Chatfield II
Lloyd C. Chatfield II,
Assistant Secretary