

FORM PTO 1594
(Rev. 6-93)

11-26-2002

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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



To the Honorable Commiss

ached original documents or copy thereof.

1. Name of conveying party(ies):
 Holiday Gander Acquiring Co. **11-20-02**

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

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

2. Name and address of receiving party(ies)
 Name: Holiday Gander Acquiring L.L.C.
 Street Address: 4567 West 80th Street
 City: Bloomington State: MN ZIP: 55437

Individual(s) _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation _____
 Other Delaware Limited Liability Company

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 Date: December 31, 1996

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

A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s): 1,309,488

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

Name: Travis L. Bachman

Internal Address: Dorsey & Whitney LLP

Street Address: Suite 1500, 50 South Sixth Street

City: Minneapolis State: MN ZIP: 55402-1498

6. Total Number of applications and registrations involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:
04-1420

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

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 AM 9:30

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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.

Travis L. Bachman
 Name of person Signing

Signature

November 15, 2002
 Date

Total number of pages comprising cover sheet: 1

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

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

11/25/2002 6TOM11 00000216 1309488

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BOX ASSIGNMENT
 Director - U.S. Patent and Trademark Office
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**CERTIFICATE OF MERGER
OF
HOLIDAY GANDER ACQUIRING CO.
a Delaware corporation,
WITH AND INTO
HOLIDAY GANDER ACQUIRING L.L.C.
a Delaware limited liability company**

The undersigned limited liability company, Holiday Gander Acquiring L.L.C., a limited liability company duly formed and existing under the laws of the State of Delaware, does hereby certify as follows:

FIRST: That the name and jurisdiction of formation or organization of each of the constituent entities of the merger are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
Holiday Gander Acquiring Co.	Delaware
Holiday Gander Acquiring L.L.C.	Delaware

SECOND: That an Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged in accordance with Section 264(c) and by unanimous written consent of the stockholders of Holiday Gander Acquiring Co. pursuant to Section 228 of the Delaware General Corporation Law and in accordance with Section 18-209 of the Delaware Limited Liability Company Act by (i) Holiday Gander Acquiring Co. and (ii) Holiday Gander Acquiring L.L.C.

THIRD: That the name of the surviving entity of the merger is Holiday Gander Acquiring L.L.C.

FOURTH: That the Certificate of Formation of Holiday Gander Acquiring L.L.C. is the Certificate of Formation of the surviving entity.

FIFTH: That the merger of Holiday Gander Acquiring Co. into Holiday Gander Acquiring L.L.C. shall be effective on December 31, 1996 at 5:00 p.m. Central Standard Time.

SIXTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving entity. The address of the principal place of business of the surviving entity is 4567 W. 80th Street, Minneapolis, Minnesota 55437.

SEVENTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving entity, on request and without cost, to any member of Holiday Gander Acquiring L.L.C., and to any person holding an interest in Holiday Gander Acquiring Co.

* * * * *

IN WITNESS WHEREOF, this Certificate of Merger has been executed by a duly authorized officer of Holiday Gander Acquiring L.L.C. this 23rd day of December, 1996.

HOLIDAY GANDER ACQUIRING L.L.C.

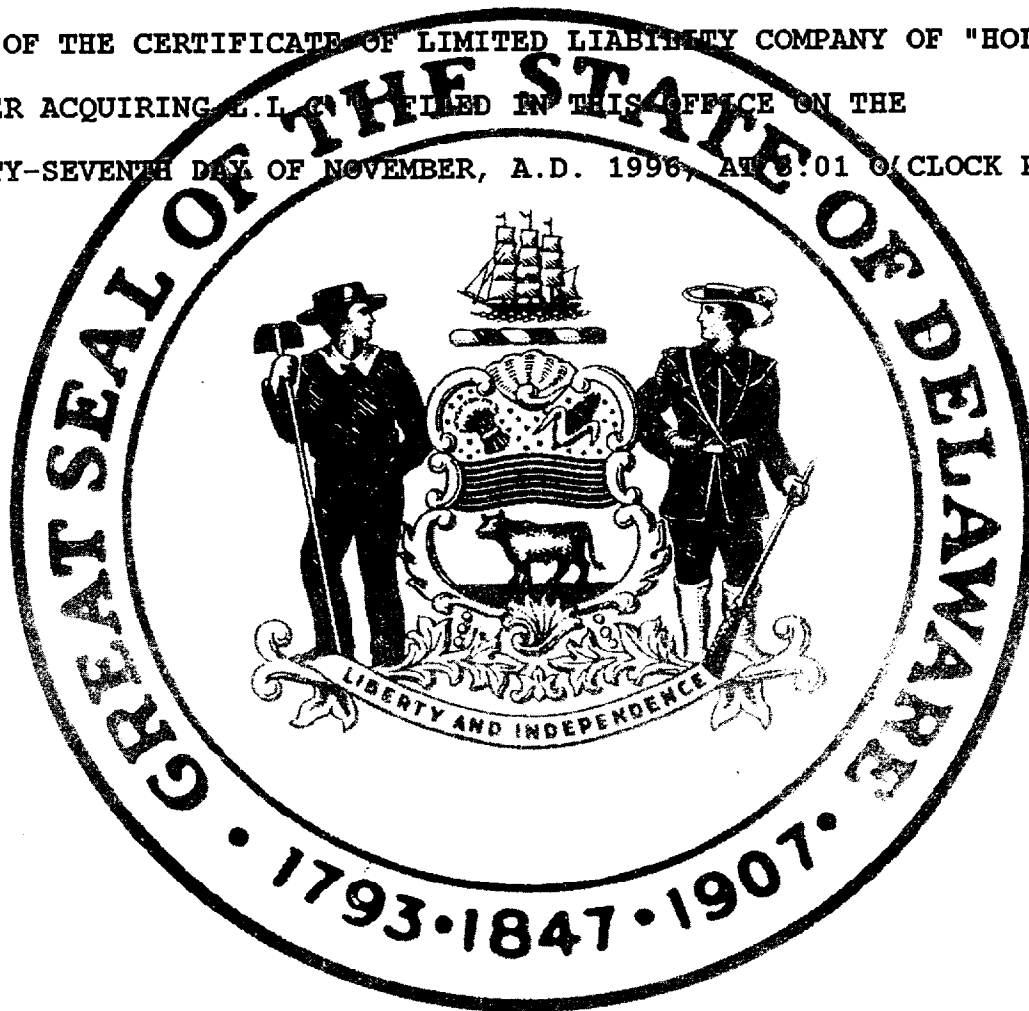
By: B. A. Erickson

Name: *Brian A. Erickson*

Title: *President*

MI:0210235.02

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY COMPANY OF "HOLIDAY GANDER ACQUIRING L.L.C." FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 1996, AT 3:01 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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960349268

AUTHENTICATION: 8215076

DATE: 12-02-96

TRADEMARK
REEL: 002622 FRAME: 0442

**CERTIFICATE OF FORMATION
OF
HOLIDAY GANDER ACQUIRING L.L.C.**

This Certificate of Formation of Holiday Gander Acquiring L.L.C. (the "Company") is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

1. The name of the Company is:

Holiday Gander Acquiring L.L.C.

2. The address of the registered office of the Company in Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801. The Company's registered agent at that address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned, an authorized person of the Company, has caused this Certificate of Formation to be duly executed as of the 27th day of November, 1996.



Brian A. Erickson, Authorized Person

MS4083741

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:01 PM 11/27/1996
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