

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Dynacraft LLC		07/14/2004	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA	
Name:	Dynacraft BSC, Inc.
Street Address:	105 Chestnut Street
Internal Address:	Suite 32
City:	Needham
State/Country:	MASSACHUSETTS
Postal Code:	02492
Entity Type:	CORPORATION: MASSACHUSETTS

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1861749	MAGNA VOGUE SERIES

CORRESPONDENCE DATA	
Fax Number:	(214)999-3623
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	2149994682
Email:	ip@gardere.com
Correspondent Name:	Gardere Wynne Sewell LLP
Address Line 1:	1601 Elm Street
Address Line 2:	3000 Thanksgiving Tower
Address Line 4:	Dallas, TEXAS 75201-4761

ATTORNEY DOCKET NUMBER:	128545-61
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NAME OF SUBMITTER:	Lisa R. Hemphill
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Total Attachments: 3
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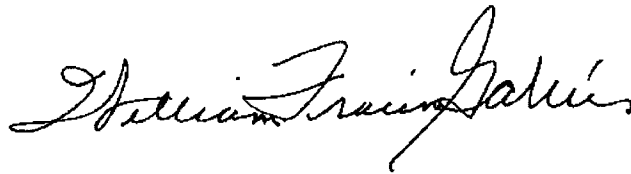
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THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

July 14, 2004 12:07 PM

A handwritten signature in cursive script, reading "William Francis Galvin".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

MA SOC Filing Number: 200476831030 Date: 07/14/2004 12:07 PM

**STATE OF MASSACHUSETTS
ARTICLES OF MERGER
MERGING DYNACRAFT LLC
INTO DYNACRAFT BSC, INC.**

Pursuant to the provisions of Section 11.06 of The Massachusetts Business Corporation Act (the "Act"), the undersigned execute the following Articles of Merger for the purpose of merging into Dynacraft BSC, Inc., a Massachusetts corporation, its subsidiary, Dynacraft LLC, a Delaware limited liability company not qualified to do business in Massachusetts.

1. The names of the entities participating in the merger and the states under the laws of which they are respectively organized, as well as their dates of organization, are as follows:

<u>Name of Entity</u>	<u>State of Organization</u>	<u>Date of Organization</u>
Dynacraft LLC	Delaware	8/10/2001
Dynacraft BSC, Inc., formerly Dynacraft Industries, Inc. [FEIN 04-2840636]	Massachusetts	9/7/1984

2. Dynacraft LLC is not qualified to do business in the commonwealth of Massachusetts.
3. The surviving entity is Dynacraft BSC, Inc.
4. The surviving entity will continue to be organized under the laws of Massachusetts.
5. The date and time that the articles of merger will be effective will be the date and time of filing.
6. The Agreement and Plan of Merger was duly approved by the shareholders of Dynacraft BSC, Inc. in the manner required by M.G.L. c. 156D and the articles of organization.
7. The participation of Dynacraft LLC was duly authorized by the law of Delaware and by its organization documents.
8. The articles of organization of Dynacraft BSC, Inc. will continue to be the articles of organization of the surviving entity without amendment thereto.

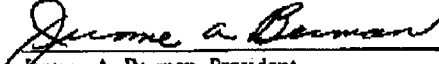
(Signature page follows)

DYNACRAFT LLC



Jerome A. Berman, Manager

DYNACRAFT BSC, INC.



Jerome A. Berman, President

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