

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
SMC CORPORATION	SAFARI MOTOR COACH, INC.	08/06/2001	CORPORATION: OREGON

RECEIVING PARTY DATA	
Name:	MONACO COACH CORPORATION
Street Address:	91320 Coburg Industrial Way
City:	Coburg
State/Country:	OREGON
Postal Code:	97408
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	2230128	SAFARI
Registration Number:	1862431	TREK
Registration Number:	2475880	SOLITAIRE

CORRESPONDENCE DATA	
Fax Number:	(312)616-5700
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	206-521-5988
Email:	trademark@leydig.com
Correspondent Name:	Leydig, Voit & Mayer, Ltd.
Address Line 1:	Two Prudential Plaza, Suite 4900
Address Line 4:	Chicago, ILLINOIS 60601-6780

ATTORNEY DOCKET NUMBER:	212628
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NAME OF SUBMITTER:	Anne E. Naffziger
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Total Attachments: 8
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Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone:(503)986-2200
Fax:(503)378-4381
www.sos.state.or.us/corporation/corphp.htm

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed below. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

Document	Filed On		
ARTICLES OF MERGER	08/06/2001		
Name of Survivor	Reg. No.	Type	Juris
MONACO COACH CORPORATION	334671-84	FGN BUS CORP	DE
Name(s) of Non Survivor(s)	Reg. No.	Type	Juris
SMC CORPORATION	052527-88	DOM BUS CORP	OR

Sent by: MONACO COACH

541 302 3800;

08/03/2001 8:58PM; #308; Page 2/9

*SUMNER
0334671-84*

**ARTICLES OF MERGER
OF
SMC CORPORATION
WITH AND INTO
MONACO COACH CORPORATION**

*052527-88
334671-84*

Pursuant to Sections 60.491 and 60.494 of the Business Corporation Act of the State of Oregon, Monaco Coach Corporation, a Delaware corporation ("Parent") files these articles of merger with the office of the Secretary of State of the State of Oregon. Parent shall be the surviving corporation of the merger of SMC Corporation, an Oregon corporation ("SMC") with and into Parent (the "Merger").

1. The Plan of Merger. The Plan of Merger between SMC and Parent is set forth as Exhibit A and is incorporated by reference.

2. Shareholder Approval. The Merger was approved by the Board of Directors of Parent. Because Parent owns more than ninety percent of the outstanding common stock of SMC (the only class of shares of SMC stock outstanding), approval of the Merger by the shareholders of either Parent or SMC was not required.

3. Effective Date. These Articles of Merger are effective upon the date filed with the Secretary of State of the State of Oregon at 2:00 p.m.

Dated: August 6, 2001.

MONACO COACH CORPORATION
A Delaware corporation

By: *[Signature]*
Name: John W. Nepute
Title: President

SMC CORPORATION
An Oregon corporation

By: *[Signature]*
Name: John W. Nepute
Title: President

EXHIBIT A

**PLAN OF MERGER
OF SMC CORPORATION
WITH AND INTO MONACO COACH CORPORATION**

FILED
AUG 06 2001
OREGON
SECRETARY OF STATE

1. **Parties.** The names of the corporations proposing to merge are SMC Corporation, an Oregon corporation ("SMC"), and Monaco Coach Corporation, a Delaware corporation ("Parent").

2. **The Merger.** The Merger shall become effective on the date that the Articles of Merger, to which this Plan of Merger is an exhibit, are filed with the Secretary of State of the State of Oregon at 2:00 p.m. (the "Effective Time"). At the Effective Time, in accordance with the provisions of this Plan of Merger and the applicable provisions of the Oregon Business Corporation Act, SMC shall be merged with and into Parent (the "Merger"), and Parent shall continue as the surviving corporation (the "Surviving Corporation"). Thereupon the separate corporate existence of SMC shall cease, and the Surviving Corporation shall continue in existence under the laws of the State of Delaware.

3. **Terms of the Merger.** At the Effective Time, by virtue of the Merger and without any action on the part of the holders of the common stock of SMC and Parent, the common stock of SMC and Parent shall be converted, canceled, or remain outstanding, as the case may be, in the following manner:

(a) Each issued and outstanding share of the common stock of SMC shall be canceled and extinguished, and no payment or other consideration shall be made or paid with respect thereto.

(b) Each share of the common stock of Parent ("Parent Common Stock") issued and outstanding immediately prior to the Effective Time shall remain outstanding. Each certificate evidencing ownership of shares of Parent Common Stock shall evidence ownership of such shares of common stock of the Surviving Corporation.

4. **Articles of Incorporation.** At the Effective Time, the Articles of Incorporation of the Surviving Corporation shall be the Articles of Parent in effect immediately prior to the merger. Thus, the name of the Surviving Corporation shall be Monaco Coach Corporation.

5. **Bylaws.** At the Effective Time, the Bylaws of the Surviving Corporation shall be the Bylaws of Parent in effect immediately prior to the Effective Time.

6. **Directors and Officers.** At and after the Effective Time, the directors of Parent immediately prior to the Effective Time shall be the directors of the Surviving Corporation, and the officers of Parent immediately prior to the Effective Time shall be

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the officers of the Surviving Corporation, in each case until their successors are duly elected or appointed and qualified.

State of Delaware
Office of the Secretary of State

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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 OWNERSHIP, WHICH MERGES:

"SMC CORPORATION", A OREGON CORPORATION,
WITH AND INTO "MONACO COACH CORPORATION" UNDER THE NAME OF "MONACO COACH CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF AUGUST, A.D. 2001, AT 2 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SIXTH DAY OF AUGUST, A.D. 2001, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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010382190

AUTHENTICATION: 170005 TRADEMARK

REEL: 002968 FRAME: 0399
DATE: 08-08-01

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

SMC CORPORATION

INTO

MONACO COACH CORPORATION

(Pursuant to Section 253 of the
Delaware General Corporation Law)

Monaco Coach Corporation, a corporation organized and existing under the laws of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation owns all of the outstanding shares of each class of stock of SMC Corporation, an Oregon corporation incorporated on the 6th day of November, 1986, pursuant to the Oregon Business Corporation Act.

SECOND: That the Corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on August 2, 2001 determined to and did merge into itself said SMC Corporation, by the adoption thereof:

RESOLVED: that the merger of SMC Corporation, a wholly owned subsidiary of Corporation, with and into Corporation, in which Corporation is the surviving corporation, is hereby approved.

RESOLVED: that pursuant to the merger, all rights, duties, assets and obligations of SMC Corporation shall become rights, duties, assets and obligations of Corporation.

RESOLVED: that said merger shall become effective in Delaware on August 6, 2001 at 5:00 p.m. Eastern Time, which date shall be the date of the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

RESOLVED: that the Corporation's Amended and Restated Certificate of Incorporation shall remain unchanged by the merger and in full force and effect until further amended in accordance with the Delaware General Corporation Law.

RESOLVED: that the proper officers of the Corporation be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to so merge SMC Corporation and to assume its

obligations and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger and change of name.

THIRD: That the merger shall become effective in Delaware at 5:00 p.m. Eastern Time on August 6, 2001, which date shall be the date of the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by a duly authorized officer, this 6th day of August, 2001.

MONACO COACH CORPORATION

By: /s/ John W. Nepute
Name: John W. Nepute
Title: President

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