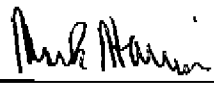


Form PTO-1564 (Rev. 10/02)		RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): Trak, Inc. <input checked="" type="checkbox"/> Corporation - Michigan <input type="checkbox"/> Individual(s) <input type="checkbox"/> Professional Corporation - <input type="checkbox"/> Partnership- <input type="checkbox"/> Other Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		2. Name and address of receiving party(ies): Trak Sports USA, Inc. 208 Flynn Suite 3H Burlington, Vermont 05401 <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Individual(s) <input type="checkbox"/> Public Limited Liability Company <input type="checkbox"/> Corporation If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from Assignment) Additional names(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
3. Nature of conveyance: <input type="checkbox"/> Change of Name <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Merger with resulting change of name Effective Date: February 18, 2004					
4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/446,008		B. Trademark registration No.(s): 1,168,559; 1,122,902; 965,817 Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and Address of party to whom correspondence concerning document should be mailed: Name: Mark B. Harrison, Esq. Internal Address: Venable LLP Street Address: P.O. Box 34385 Washington, D.C. 20043		6. Total number of applications involved: <u>4</u>			
		7. Total fee (37 CFR 3.41) <u>\$115.00</u> <input checked="" type="checkbox"/> Authorization is granted to deduct the above-referenced fee from our Deposit Account.			
		8. Deposit account number: 22-0261 (Attach duplicate copy of this page if paying by deposit account)			
DO NOT USE THIS SPACE					
9. Statement and signature. <i>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.</i> Mark B. Harrison, Esq.  <u>11/3/04</u> Name of Person Signing Signature Date					
Total number of pages comprising cover sheet: 5					
37114-183475					

CH \$115.00 220261 76446008

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

Trak Acquisition Co. (a Delaware Corporation)

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 MERGER, WHICH MERGES:

"TRAK, INC.", A MICHIGAN CORPORATION,

WITH AND INTO "TRAK ACQUISITION CO." UNDER THE NAME OF "TRAK SPORTS USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF FEBRUARY, A.D. 2004, AT 1:19 O'CLOCK P.M.

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



3764423 8100M

040118045

Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State
 AUTHENTICATION: 2939795

DATE: 02-19-04
TRADEMARK

REEL: 002970 FRAME: 0049

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:19 PM 02/19/2004
FILED 01:19 PM 02/19/2004
SRV 040118045 - 3764423 FILE

CERTIFICATE OF MERGER

of

TRAK, INC.

(a Michigan corporation)

with and into

TRAK ACQUISITION CO.

(a Delaware corporation)

(Under Section 252 of the General
Corporation Law of the State of Delaware)

Trak Acquisition Co., a Delaware corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations is as follows:
 - (a) Trak, Inc., a Michigan corporation ("Trak"); and
 - (b) Trak Acquisition Co., a Delaware corporation ("AcquisitionCo").
2. The merger of Trak with and into AcquisitionCo has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware.
3. AcquisitionCo shall be the surviving corporation in the merger and the name of the surviving corporation is being changed to Trak Sports USA, Inc.
4. The Certificate of Incorporation of AcquisitionCo as in effect immediately prior to the merger shall be the Certificate of Incorporation of the surviving corporation, AcquisitionCo., except that the name of the surviving corporation shall be changed to "Trak Sports USA, Inc."
5. The executed Agreement and Plan of Merger is on file at the principal place of business of AcquisitionCo at 208 Flynn, Suite 3H, Burlington, Vermont 05401.
6. A copy of the Agreement of Merger will be furnished by AcquisitionCo, on request and without cost, to any stockholder of either constituent corporation.
7. The authorized capital stock of Trak is as follows: 60,000 shares of common stock.

TRADEMARK**REEL: 002970 FRAME: 0050**

IN WITNESS WHEREOF, Trak Acquisition Co., a Delaware corporation, has caused this certificate to be signed as of the 18th day of February, 2004.

TRAK ACQUISITION CO

By: 

Douglas G. Barbor, President