

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/29/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Illinois Hibbett, LLC		05/29/2004	LLC:

**RECEIVING PARTY DATA**

Name:	Sports Holdings, Inc.
Street Address:	3763 Howard Hughes Parkway
Internal Address:	Suite 170
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89109
Entity Type:	CORPORATION:

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	1767761	SPORTS ADDITIONS
Serial Number:	78268038	A COMPANY INSPIRED BY SPORT
Registration Number:	2717584	HIBBETT SPORTS
Serial Number:	78266762	HIBBETT SUPER SPORT

**CORRESPONDENCE DATA**

Fax Number: (314)345-6060  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: wboldtcohen@blackwellsanders.com  
 Correspondent Name: Wendy Boldt Cohen  
 Address Line 1: 720 Olive Street  
 Address Line 2: Suite 2400  
 Address Line 4: St. Louis, MISSOURI 63101

NAME OF SUBMITTER:	Wendy Boldt Cohen	<b>TRADEMARK</b>
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**CH \$115.00 1767761**

Signature:	/Wendy Boldt Cohen/
Date:	01/04/2005
Total Attachments: 3 source=cert.merg#page1.tif source=cert.merg#page2.tif source=cert.merg#page3.tif	

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:08 PM 05/28/2004  
FILED 12:08 PM 05/28/2004  
SRV 040400994 - 3469099 FILE

**CERTIFICATE OF MERGER  
OF  
ILLINOIS HIBBETT, LLC,  
a Delaware limited liability company,**

with and into

**SPORTS HOLDINGS, INC.,  
a Nevada corporation**

**Pursuant to Section 18-209 of the Delaware Limited Liability Company Act**

Illinois Hibbett, LLC ("LLC"), a Delaware limited liability company, and Sports Holdings, Inc. ("SHI"), a Nevada corporation, each hereby certify that:

1. The name and jurisdiction of organization of each constituent entity ("Constituent Entity") are as follows:

- A. Illinois Hibbett, LLC, a Delaware limited liability company;
- B. Sports Holdings, Inc. a Nevada corporation.

2. A Plan and Agreement of Merger (the "Plan of Merger") has been adopted by each Constituent Entity, pursuant to which LLC and SHI intend to effectuate the merger (the "Merger") of LLC with and into SHI, with SHI as the surviving entity, in accordance with Section 18-209 of the Delaware Limited Liability Company Act, as amended, and Section 92A.190 of the Nevada Revised Statutes, as amended.

3. The name of the surviving corporation shall be "Sports Holdings, Inc." and the surviving corporation will be governed by the laws of the State of Nevada.

4. The Plan of Merger was approved by the required consent of the owner of SHI by the vote of Sports Wholesale, Inc. ("SWI"), the sole stockholder of SHI, and by the Board of Directors of SHI.

5. The Plan of Merger was approved by the required consent of the owner of LLC by the vote of SWI, the sole member of LLC, and by the Board of Managers of LLC.

6. No amendment to the Articles of Incorporation of SHI, the surviving entity to the Merger, shall be effected by the Merger.

7. The complete executed Plan of Merger is on file at the registered office of SHI, the surviving entity to the Merger, which is Hughes Center, Suite 170, 3763 Howard Hughes Parkway, Las Vegas, Nevada 89109, and copies thereof will be furnished to any shareholder or member of either constituent entity, upon request and without cost.

8. The effective date and time of the Merger shall be 11:59 p.m. EDT on May 29, 2004.

9. SHI agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of LLC, and irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such action, suit or proceeding, with a copy of such process mailed to SHI at Hughes Center, Suite 170, 3763 Howard Hughes Parkway, Las Vegas, Nevada 89109.

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IN WITNESS WHEREOF, SHI has caused this Certificate of Merger to be executed by its duly authorized officer as of the 28th day of May, 2004.

SPORTS HOLDINGS, INC.

By: Candace R Corra  
Name: Candace R. Corra  
Title: Secretary