

09-03-2004

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To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 8.2.04
United States Historical Society, Inc.

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 2, 2004

2. Name and address of receiving party(ies):

Name: Polaris Industries Inc.
Internal Address: _____
Street Address: 2100 North Highway 55
City: Minneapolis State: MN ZIP: 55340

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from
Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

Additional numbers

B. Trademark Registration No.(s)

1,539,269

Yes No

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

Name: John C. Pickerill
Internal Address: FREDRIKSON & BYRON
Suite 4000
Street Address: 200 South Sixth Street
08/02/2004 NGETACHE 00000042 1539269
FC:8521 40.00 00
City: Minneapolis State: MN ZIP: 55402

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:

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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.

John C. Pickerill
Name of Person Signing 7/29/04
Signature Date

#2997724\1 Total number of pages including cover sheet, attachments, and

EXHIBIT A

TRADEMARK ASSIGNMENT

This Trademark Assignment is made pursuant to that certain Trademark Agreement of even date herewith, by and between Polaris Industries Inc., a Delaware corporation with its main corporate offices at 2100 North Highway 55 Minneapolis, Minnesota 55340 ("Polaris"), and the United States Historical Society, Inc., a Virginia corporation having offices at First and Main Streets, Richmond, Virginia 23219 ("USHS").

RECITALS: USHS owns trademark rights in the trademark POLARIS in connection with watches and the corresponding trademark Registration No. 1,539,269 (the "Mark"). Pursuant to the Trademark Agreement, USHS has agreed to assign the Mark and the goodwill associated with the Mark to Polaris. Polaris desires to acquire the Mark and the goodwill of the business associated therewith from USHS.

AGREEMENT: For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, USHS hereby assigns to Polaris all right, title and interest in and to the Mark throughout the world, together with the goodwill of the business associated therewith. This Assignment includes all rights in the nature of trademark, service mark and trade name rights, as well as the right to sue for past infringement by any third party.

United States Historical Society, Inc.

By: Robert H. Kline

Name: ROBERT H. KLINE

Title: CHAIRMAN

STATE OF Virginia)
COUNTY OF Richmond) ss
)

On this 2 day of July, 2004, before me appeared Robert H. Kline, the person who signed this instrument, who acknowledged that (s)he signed it as a free act.

Carol A. Schabel
Notary Public

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