

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of limited liability company to corporation pursuant to Minnesota Business Corporation Act

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Premier Rinks, LLC		12/28/2004	limited liability company:

RECEIVING PARTY DATA

Name:	Premier Rinks, Inc.
Street Address:	4814 Park Glen Road
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55416
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	76466328	ARENADECK
Registration Number:	2422018	ATHLETICA
Registration Number:	1996591	BORDER PATROL
Registration Number:	2433768	SOFGLAS
Registration Number:	2663585	RINKPLEX
Registration Number:	2608084	GAMEPLEX
Registration Number:	2190376	CRYSTAPLEX
Registration Number:	1050676	CRYSTAPLEX
Registration Number:	2188861	CRYSTA-TILE
Registration Number:	2556429	CHECKFLEX
Registration Number:	2556426	CHECK FLEX BOARDS
Registration Number:	2197088	C
Registration Number:	1997997	BORDER PATROL

OP \$340.00 76466328

CORRESPONDENCE DATA

Fax Number: (612)335-1657
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 612-335-1425
Email: doris.yock@leonard.com
Correspondent Name: Doris E. Yock, Leonard, Street and Deina
Address Line 1: 150 South Fifth Street, Suite 2300
Address Line 4: Minneapolis, MINNESOTA 55402

NAME OF SUBMITTER:	Doris E. Yock, Leonard, Street and Deina
Signature:	/Doris E Yock/
Date:	03/11/2005

Total Attachments: 8
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State of Minnesota

SECRETARY OF STATE

Certificate of Conversion

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that the documentation required to effectuate a conversion by the entity listed below, from the law designated by the chapter listed below, has been filed in this office on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 322B

State of Formation and Name of Converting Entity:

MN: Premier Rinks LLC

After Conversion, Entity is Governed by Minnesota Statutes, Chapter: 302A

State of Formation and Name of Entity after the Effective Date of Conversion:

MN: Premier Rinks, Inc.

Effective Date of Conversion: 12/31/2004

This Certificate has been issued on 12/28/2004.



Mary Kiffmeyer
Secretary of State.

TRADEMARK

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853800-2

LLC-CV



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**ARTICLES OF CONVERSION
TO CORPORATION
OF
PREMIER RINKS LLC TO PREMIER RINKS, INC.**

These Articles of Conversion to a Corporation have been duly executed and are being filed by Premier Rinks LLC, a Minnesota limited liability company (the "Converting Organization"), under Section 302A.687 of the Minnesota Business Corporation Act (the "MBCA").

- 1) A copy of the Plan of Conversion is attached hereto as Exhibit A.
- 2) The name of the Converting Organization before the filing of the Articles of Conversion is Premier Rinks LLC and the name to which the name of the Converting Organization is to be changed is Premier Rinks, Inc. (the "Converted Organization").
- 3) The Converted Organization will be a domestic Minnesota corporation.
- 4) The Plan of Conversion has been approved by the Converting Organization under Section 302A.685 of the MBCA.
- 5) A copy of the Articles of Incorporation of the Converted Organization is attached hereto as Exhibit B.
- 6) These Articles of Conversion to a Corporation shall be effective December 31, 2004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Conversion to Corporation as of December 28, 2004.

PREMIER RINKS LLC

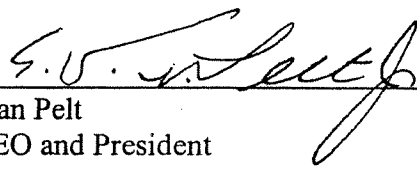
By 
Ed Van Pelt
Its CEO and President

Exhibit A

PLAN OF CONVERSION

The undersigned, on behalf of Premier Rinks LLC, a Minnesota limited liability company (the "Converting Organization"), for the purpose of converting the Converting Organization to a domestic Minnesota corporation, and pursuant to Sections 302A.681 to 302A.691 of the Minnesota Business Corporation Act ("MBCA") and Section 322B.78 of the Minnesota Limited Liability Company Act, hereby states as follows:

- 1) The name of the converting organization (as that term is defined in Section 302A.011, Subd. 64 of the MBCA) is Premier Rinks LLC.
- 2) The name of the converted organization (as that term is defined in Section 302A.011, Subd. 63 of the MBCA) is Premier Rinks, Inc. (the "Converted Organization").
- 3) The converted organization is a corporation.
- 4) There are no other terms and conditions of the proposed conversion, other than the terms and conditions contained in this Plan of Conversion.
- 5) All outstanding membership interests of the Converting Organization shall be converted into 100 shares of common stock of Converted Organization.
- 6) A copy of the proposed articles of incorporation of the Converted Organization are attached hereto as Exhibit A.
- 7) The conversion contemplated hereby shall be effective December 31, 2004.

Exhibit A

**ARTICLES OF INCORPORATION
OF
PREMIER RINKS, INC.**

For the purpose of forming a business corporation under and pursuant to the provisions of Chapter 302A of Minnesota Statutes, the following Articles of Incorporation have been adopted:

Article I

The name of this corporation is Premier Rinks, Inc.

Article II

The address of the registered office of this corporation is 821 Marquette Avenue, Suite 2300, Minneapolis, Minnesota 55402.

Article III

The aggregate number of shares that this corporation has authority to issue is 10,000, with a par value of one cent (\$.01) per share.

Article IV

The board shall have authority to establish more than one class or series of shares of this corporation, and the different classes and series shall have such relative rights and preferences, with such designations, as the board may by resolution provide.

Article V

Except as may be otherwise provided by the board in a resolution establishing a class or series of the shares of this corporation, shareholders shall have no preemptive rights.

Article VI

There shall be no cumulative voting by shareholders for the election of directors.

Article VII

Any action required or permitted to be taken at a board meeting, if such action need not be approved by the shareholders, may be taken by written action signed, or consented to by authenticated electronic communication, by the number of directors that would be required to take the same action at a meeting of the board at which all directors were present.

Article VIII

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director. The foregoing shall not be deemed to eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 302A.559 or 80A.23 of Minnesota Statutes, (iv) for any transaction from which the director derived any improper personal benefit, or (v) for any act or omission occurring prior to the effective date of this Article VIII. Any repeal or modification of this paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

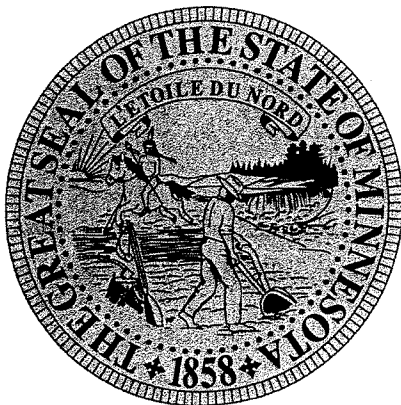
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Premier Rinks, Inc.

Corporate Charter Number: 1169374-3

Chapter Formed Under: 302A

This certificate has been issued on 12/28/2004.



Mary Kiffmeyer
Secretary of State.

TRADEMARK

REEL: 003045 FRAME: 0052

Exhibit B

**ARTICLES OF INCORPORATION
OF
PREMIER RINKS, INC.**

For the purpose of forming a business corporation under and pursuant to the provisions of Chapter 302A of Minnesota Statutes, the following Articles of Incorporation have been adopted:

Article I

The name of this corporation is Premier Rinks, Inc.

Article II

The address of the registered office of this corporation is 821 Marquette Avenue, Suite 2300, Minneapolis, Minnesota 55402.

Article III

The aggregate number of shares that this corporation has authority to issue is 10,000, with a par value of one cent (\$.01) per share.

Article IV

The board shall have authority to establish more than one class or series of shares of this corporation, and the different classes and series shall have such relative rights and preferences, with such designations, as the board may by resolution provide.

Article V

Except as may be otherwise provided by the board in a resolution establishing a class or series of the shares of this corporation, shareholders shall have no preemptive rights.

Article VI

There shall be no cumulative voting by shareholders for the election of directors.

Article VII

Any action required or permitted to be taken at a board meeting, if such action need not be approved by the shareholders, may be taken by written action signed, or consented to by authenticated electronic communication, by the number of directors that would be required to take the same action at a meeting of the board at which all directors were present.

Article VIII

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director. The foregoing shall not be deemed to eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 302A.559 or 80A.23 of Minnesota Statutes, (iv) for any transaction from which the director derived any improper personal benefit, or (v) for any act or omission occurring prior to the effective date of this Article VIII. Any repeal or modification of this paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

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STATE OF MINNESOTA,
DEPARTMENT OF STATE
FILED

DEC 28 2004

Mary Hoffmeyer
Secretary of State