

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/03/1997

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cliffstar Corporation		04/17/1997	CORPORATION: NEW YORK
Cliffstar Delaware, Inc.		04/17/1997	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Cliffstar Delaware, Inc.
Street Address:	One Cliffstar Avenue
City:	Dunkirk
State/Country:	NEW YORK
Postal Code:	14048
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1865388	BERRY-DACTYL
Registration Number:	1931437	COOLY-SAURUS
Registration Number:	700638	GOLDEN CROWN
Registration Number:	966665	GOLDEN CROWN
Registration Number:	1694722	GOLDEN CROWN
Registration Number:	1882418	GOLDEN CROWN
Registration Number:	1870758	GRAPE-A-DON
Registration Number:	2394075	SHANSTAR
Registration Number:	1870759	STEGASSAURUS
Registration Number:	2163690	TRAXX

CORRESPONDENCE DATA

CH \$265.00 1865388

Fax Number: (716)849-0349
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 716.856.4000
Email: rwatt@hodgsonruss.com
Correspondent Name: Rachel S. Watt
Address Line 1: Hodgson Russ LLP
Address Line 2: One M&T Plaza, Suite 2000
Address Line 4: Buffalo, NEW YORK 14203-2391

ATTORNEY DOCKET NUMBER:	011570.00001 MERGER
NAME OF SUBMITTER:	Rachel S. Watt
Signature:	/rachel s. watt/
Date:	02/24/2006

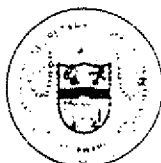
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Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"CLIFFSTAR CORPORATION", A NEW YORK CORPORATION,
WITH AND INTO "CLIFFSTAR DELAWARE, INC." UNDER THE NAME OF "CLIFFSTAR DELAWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF APRIL, A.D. 1997, AT 10 O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2710408 8100M

971127785

AUTHENTICATION:

8429644

DATE:

04-22-97

TRADEMARK
REEL: 003253 FRAME: 0346

CERTIFICATE OF MERGER
of
CLIFFSTAR CORPORATION
(a New York corporation)

INTO

CLIFFSTAR DELAWARE, INC.
(a Delaware corporation)

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

Cliffstar Delaware, Inc., a Delaware business corporation, does hereby certify

that:

FIRST: Cliffstar Corporation, incorporated pursuant to the Business Corporation Law of the State of New York, and Cliffstar Delaware, Inc., incorporated pursuant to the General Corporation Law of the State of Delaware, are the constituent corporations (individually a "Constituent Corporation").

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(c) of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Cliffstar Delaware, Inc., a Delaware corporation.

FOURTH: The certificate of incorporation of Cliffstar Delaware, Inc., the surviving corporation, shall be its certificate of incorporation.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation at One Cliffstar Avenue, Dunkirk, New York 14048.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder or shareholder of any Constituent Corporation.

SEVENTH: The authorized capital of Cliffstar Corporation is 2,000 shares, consisting of 100 Class A voting common shares having no par value and 1900 Class B non-voting common shares having no par value.

EIGHTH: This Certificate of Merger shall not become effective until May 3, 1997.

IN WITNESS WHEREOF, Cliffstar Delaware, Inc. has caused this Certificate to be signed by its President, and attested by its Secretary, this 17 day of April, 1997.

CLIFFSTAR DELAWARE, INC.

By: 
James S. Koch, President

ATTEST:

By: 
Steven R. Bentley, Secretary

CORPORATE:104652_1 (28R0_1)

EXHIBIT A

MARK	COUNTRY	REG./APPL. NO.	REGISTRATION DATE
BERRY-DACTYL	U.S.	1,865,388	11/29/1994
BOUNTY RUNNER	U.S.	2,782,129	11/11/2003 ✓
CC & Design	U.S.	2,990,612	08/30/2005 ✓
CC CLIFFSTAR CORPORATION & Design	U.S.	78/322,514	
CC CLIFFSTAR CORPORATION & Design	U.S.	2,990,697	08/30/2005 ✓
COOLY-SAURUS	U.S.	1,931,437	10/31/1995
GOLDEN CROWN	U.S.	700,638	07/05/1960
GOLDEN CROWN	U.S.	966,665	08/21/1973
GOLDEN CROWN	U.S.	1,694,722	06/16/1992
GOLDEN CROWN	U.S.	1,882,418	03/07/1995
GRAPE-A-DON	U.S.	1,870,758	12/27/1994
HARBORSIDE	U.S.	2,263,293	07/20/1999 ✓
HARBORSIDE CAFE	U.S.	2,386,486	09/12/2000 ✓
JUICEY MAGIC	U.S.	2,351,102	05/23/2000 ✓
PIRATE'S PARADISE	U.S.	2,418,317	01/02/2001 ✓
RUGGED SAILS	U.S.	2,428,857	02/13/2001 ✓
SABER BLUE TIGER	U.S.	2,192,405	09/29/1998 ✓
SHANSTAR	U.S.	2,394,075	10/10/2000
STEGASaurus	U.S.	1,870,759	12/27/1994
TRAXX	U.S.	2,163,690	06/09/1998