

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Barclay Marine Distributor Corporation		01/08/2004	CORPORATION: ILLINOIS
RECEIVING PARTY DATA			
Name:	Land 'N' Sea Midwest, Inc.		
Street Address:	208 South LaSalle Street		
City:	Chicgo		
State/Country:	ILLINOIS		
Postal Code:	60604		
Entity Type:	CORPORATION: ILLINOIS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2026833	BOATERS VALUE	
CORRESPONDENCE DATA			
Fax Number:	(713)222-3291		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(713) 221-3306		
Email:	constance.rhebergen@bgllp.com		
Correspondent Name:	Constance Gall Rhebergen		
Address Line 1:	P.O. Box 61389		
Address Line 4:	Houston, TEXAS 77208-1389		
ATTORNEY DOCKET NUMBER:	0486FV.037433		
NAME OF SUBMITTER:	Constance Gall Rhebergen		
Signature:	/constance gall rhebergen/		
Date:	01/09/2007		

CH \$40.00 2026833

Total Attachments: 5

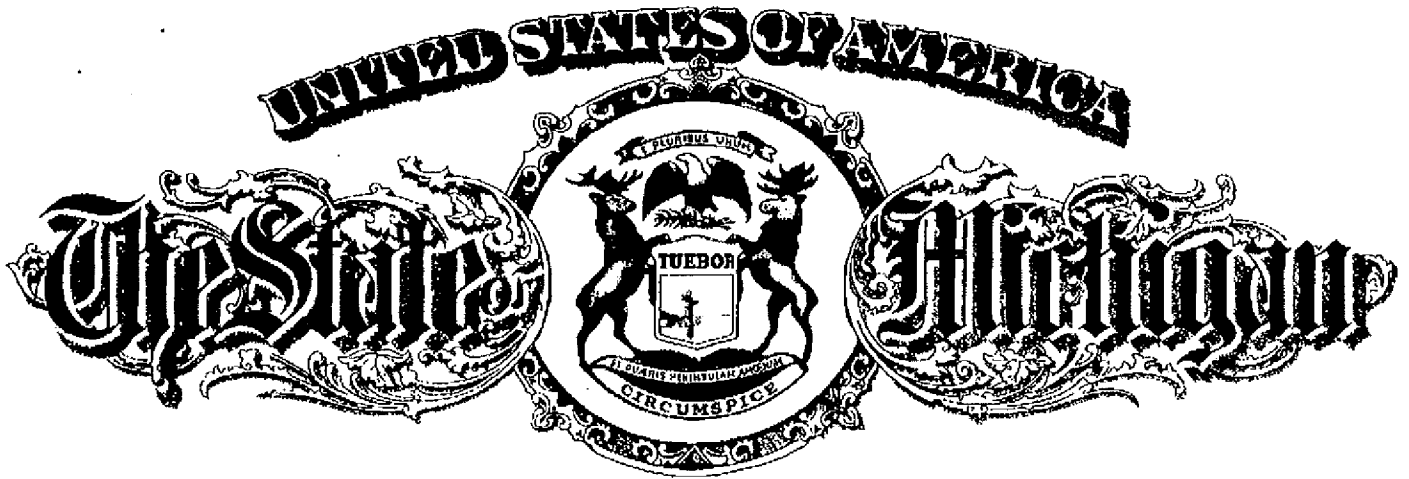
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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 22nd day of January, 2004

Andrew S. Mitchell, Director

Bureau of Commercial Services

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION

JAN 13 2004

FILED

JAN 22 2004

Name	Lauren Greco CT Corporation System	6014099 SO
Address	208 S. LaSalle Street, Suite 814	
City	Chicago	State IL Zip code 60604

Administrator
BUREAU OF COMMERCIAL SERVICES

EFFECTIVE DATE:

Document will be returned to the name and address you enter above

**AMENDED APPLICATION FOR CERTIFICATE OF AUTHORITY
TO TRANACT BUSINESS IN MICHIGAN**

For use by Foreign Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Amended Application:

1. The name of the corporation is: BARCLAY MARINE DISTRIBUTOR CORPORATION
2. If the name in Item 1 was not available for use in Michigan, the assumed name adopted when obtaining the Certificate of Authority is:
3. The identification number assigned by the Bureau is: 623786.
4. It is incorporated under the laws of ILLINOIS.
5. The corporation was authorized to transact business in Michigan on September 27, 1984
6. The period of its duration (corporation term) is perpetual.

7. a) The total authorized shares of the corporation on record with the Bureau of Commercial Services are 10,000.0 as of January 7, 2004
- b) The shares attributable to Michigan as currently on the records of the Bureau of Commercial Services are: 4,054
- c) If the total authorized stock has changed, the total authorized shares of the corporation are _____
The effective date of the stock change was the _____ day of _____
- d) For year ending _____ the apportionment percentage from the most recently filed Single Business tax return is: _____ %.

8. If the name of the corporation has changed, its new name is:

Land 'N' Sea Midwest, Inc.

the effective date of the name change was the 8th day of January, 2004 and the name change was made in compliance with the laws of the jurisdiction of its incorporation.

9. Complete this Item only if the new name in Item 8 is not available for use in Michigan. The assumed name of the corporation to be used in all its dealings with the Bureau and in the transaction of its business in Michigan is:

10. If the assumed name in Item 2 has changed, the new name is:

11. The address of its registered office in Michigan is:

30600 Telegraph Road Bingham Farms Michigan 48025
(Street Address) (City) (Zip Code)

The mailing address of the registered office in Michigan, if different than above, is:

(Street Address or P.O. Box) (City) (Zip Code)

The name of the resident agent at the registered office is: The Corporation Company

The resident agent is an agent of the corporation upon whom process against the corporation may be served.

12. The address of the main business or headquarters office of the corporation is:

3131 N. Andrews Avenue Extension, Pompano Beach, FL 33067
(Street Address) (City) (State) (Zip Code)

The mailing address if different than above is:

(Street Address or P.O. Box) (City) (State) (Zip Code)

13. If the business the foreign corporation proposes to do in this State is to be enlarged, limited, or otherwise changed, the specific business which the corporation is to transact in Michigan is as follows:

Distribution, sourcing and marketing of marine parts and accessories.

The corporation is authorized to transact such business or conduct such affairs in the jurisdiction of its incorporation.

Signed this 9th day of January, 2004

By Marsha T. Vaughn
(Signature of Authorized Officer or Agent)

Marsha T. Vaughn, Assistant Secretary
(Type or Print Name)

BCS/CD-562

Name of person or organization remitting fees:

CT Corporation System

Preparer's name and business telephone number:

Marsha Vaughn

847-735-4261

INFORMATION AND INSTRUCTIONS

1. This amended application must be used to amend the Application for Certificate of Authority to Transact Business in Michigan. A document required or permitted to be filed under the act cannot be filed unless it contains the minimum information required by the act. This is a legal document and agency staff cannot provide legal advice.
2. Submit one original of this document. Upon filing, the document will be added to the records of the Bureau of Commercial Services, Corporation Division. The original will be returned to your registered office address, unless you enter a different address on the front of this document.

Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to section 1021 of the Act by foreign profit corporations having a certificate of authority to transact business in this State where the information contained in its original or last amended application has changed. This amended application must be filed no later than 30 days after the time the change becomes effective in the jurisdiction of its incorporation.
4. Item 7 - If the total authorized shares have increased or the apportionment percentage used in the computation of the Michigan Single Business Tax has changed, complete the attached worksheet to determine if an additional admission fee is due.
5. Item 13 - This item should state only the specific activities to be conducted in Michigan. An all purpose activities statement is not permitted. Foreign corporations cannot transact business that a domestic corporation cannot lawfully transact.
6. The document is effective on the date endorsed "filed" by the Bureau. A later effective date, no more than 90 days after the date of delivery may be stated.
7. This amended application must be signed by an authorized officer or agent of the corporation.
8. FEES: Make remittance payable to the State of Michigan. Include corporation name and identification number on check or money order.
NONREFUNDABLE FEE.....\$10.00

To submit by mail:

Michigan Department of Consumer & Industry Services
 Bureau of Commercial Services
 Corporation Division
 7150 Harris Drive
 P.O. Box 30054
 Lansing, MI 48909

To submit in person:

6546 Mercantile Way
 Lansing, MI
 Telephone: (517) 241-6400

Fees may be paid by VISA or Mastercard when delivered in person to our office.

MICH-ELF (Michigan Electronic Filing System):

First Time Users: Call (517) 241-6420, or visit our website at <http://www.ols.state.mi.us/bcs/corp/>
 Customer with MICH-ELF Filer Account: Send document to (517) 241-9845.

The Department of Consumer & Industry Services will not discriminate against any individual or group because of race, sex, religion, age, national origin, color, marital status, disability or political beliefs. If you need help with reading, writing, hearing, etc., under the Americans with Disabilities Act, you may make your needs known to this agency.

IDENTIFICATION NUMBER

FOREIGN CORPORATION WORKSHEET

Section A

1. Total Authorized Shares			for year ending
2. Multiply by the Michigan Single Business Tax Apportionment Percentage	X	%	
3. Equals total shares attributable to Michigan	=		
4. Subtract previous attributable shares	-		
5. Equals increase in attributable shares	=		

If Line 5 is '0', there is no additional fee due for this worksheet. If Line 5 is greater than '0' and the total attributable shares on Line 3 are 10,000,000 or less, use Section B to compute the fee. If Line 3 is greater than 10,000,000 and Line 4 is less than 10,000,000 complete Section C. If Line 3 and Line 4 are both greater than 10,000,000 complete Section D.

Section B

1. Attributable shares from Section A, Line 5		
2. Divide by 20,000 (Round to the next highest whole number)		
3. Multiply by \$30.00	X	\$30.00
4. Fee due on increase of attributable shares of \$5,000, whichever is less	\$	

Section C - Follow all three steps to correctly compute the fee
Step 1

1. First 10,000,000 attributable shares		10,000,000
2. Subtract previous attributable shares (From Section A, Line 4)	-	
3. Equals increase in attributable shares to 10,000,000	=	
4. Divide by 20,000 (Round to the next highest whole number)		
5. Multiply by \$30.00	X	\$30.00
6. Fee on increase to 10,000,000 attributable shares or \$5,000, whichever is less	\$	

Step 2

1. Total shares attributable to Michigan from Section A, Line 3		
2. Subtract 10,000,000	-	10,000,000
3. Equals increase in attributable shares over 10,000,000	=	
4. Divide by 20,000 (Round to the next highest whole number)		
5. Multiply by \$30.00	X	\$30.00
6. Fee on shares attributable over 10,000,000	\$	

Step 3

1. Add figures from Step 1, Line 6 and Step 2, Line 6	\$	
2. Submit amount from Step 3, Line 1 or \$200,000, whichever is less	\$	

Section D

1. Attributable shares from Section A, Line 5		
2. Divide by 20,000 (Round up to the next highest whole number)		
3. Multiply by \$30.00	X	\$30.00
4. Fee due on increase of attributable shares or \$200,000, whichever is less	\$	

TRADEMARK