

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sport Supply Group, Inc.		06/30/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Collegiate Pacific Inc.
Street Address:	1901 Diplomat Drive
City:	Farmers Branch
State/Country:	TEXAS
Postal Code:	75234
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Serial Number:	77103599	GAMECRAFT
Serial Number:	76629171	PRO DOWN
Serial Number:	76494960	CHAMPION BARBELL
Serial Number:	76015737	BSN
Serial Number:	76494961	C CHAMPION BARBELL
Serial Number:	76622900	PORT-A-PIT
Serial Number:	75922830	LEARNING THROUGH MOVEMENT
Serial Number:	75902598	GSC
Serial Number:	75901524	PASSON'S SPORTS
Serial Number:	75732811	ESPORTSONLINE.COM
Serial Number:	75701376	SSG
Serial Number:	75701100	SPORT SUPPLY GROUP, INC.
Serial Number:	75626714	JUNGLE BUG

OP \$540.00 77103599

Serial Number:	75558703	ROLL-N-FOLD
Serial Number:	75113872	MULTIFIT SYSTEM
Serial Number:	74513629	THE HEART ADVENTURE
Serial Number:	74682812	GAMECRAFT
Serial Number:	74655732	NEW ENGLAND CAMP AND RECREATION
Serial Number:	74293047	THE ATHLETIC CONNECTION
Serial Number:	74433241	WAFFLE
Serial Number:	74513305	BRUTE FORCE

CORRESPONDENCE DATA

Fax Number: (202)393-5350

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2026386666

Email: dmccoy@jhip.com

Correspondent Name: Simor Moskowitz

Address Line 1: 400 Seventh Street, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	M09728
NAME OF SUBMITTER:	Simor Moskowitz
Signature:	/Simor Moskowitz/
Date:	07/03/2007

Total Attachments: 4

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SPORT SUPPLY GROUP, INC.", A DELAWARE CORPORATION,
WITH AND INTO "COLLEGIATE PACIFIC INC." UNDER THE NAME OF "SPORT SUPPLY GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2007, AT 11:31 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF JUNE, A.D. 2007, AT 11:59 O'CLOCK P.M.

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

2980248 8100M

070761535



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5801289

DATE: 06-28-07

TRADEMARK
REEL: 003574 FRAME: 0068

CERTIFICATE OF OWNERSHIP AND MERGER

OF

SPORT SUPPLY GROUP, INC.
(a Delaware corporation)

INTO

COLLEGIATE PACIFIC INC.
(a Delaware corporation)

(Pursuant to Section 253 of the General
Corporation Law of the State of Delaware)

It is HEREBY CERTIFIED that:

1. Collegiate Pacific Inc. (the "*Company*") is a business corporation of the State of Delaware.
2. The Company owns all of the issued and outstanding shares of capital stock of Sport Supply Group, Inc., a business corporation of the State of Delaware ("*SSG*").
3. That, in accordance with the provisions of Section 253 of the General Corporation Law of the State of Delaware, the Board of Directors of the Company, pursuant to a unanimous written consent executed on June 27, 2007, duly adopted the following resolutions with regards to SSG, which resolutions remain in full force and effect on the date hereof and are set forth as follows:

NOW, THEREFORE, BE IT RESOLVED, that the Board deems it to be in the best interest of the Company and its stockholders to merge SSG with and into the Company (the "*SSG Merger*") pursuant to the laws of the State of Delaware.

RESOLVED, that the SSG Merger be, and hereby is, approved by the Board.

RESOLVED, that the Company shall merge into itself SSG, and that all of the estate, property, rights, privileges, powers and franchises of SSG shall vest in and be held and enjoyed by the Company as fully and entirely and without change or diminution as the same were before held and enjoyed by SSG in its name.

RESOLVED, that the Company shall assume all of the obligations of SSG, including without limitation all debts, mortgages, easements, liens, leases whether of real property, equipment or otherwise, licenses, permits, agreements of service, and all other material contracts.



RESOLVED, that the SSG Merger shall become effective at 11:59 p.m. Eastern Standard Time on June 30, 2007.

RESOLVED, that the Certificate of Incorporation of the Company shall be amended and changed by reason of the SSG Merger by striking out Article I thereof and by substituting in lieu thereof the following new Article I:

"ARTICLE I

The name of the corporation is Sport Supply Group, Inc."

RESOLVED, that the appropriate officers of the Company are, and each of them hereby is, authorized and directed to do or cause to be done any and all things and to negotiate, prepare, execute, deliver, file and perform, or cause to be negotiated, prepared, executed, delivered, filed or performed, all such contracts, salary reduction agreements and other agreements, amendments, instruments, certificates, waivers, documents and papers, including without limitation meeting all applicable requirements of the Internal Revenue Code of 1986 and the Employee Retirement Income Security Act of 1974, and effecting any filings with the State of Delaware, the Securities and Exchange Commission, the American Stock Exchange, the CUSIP Service Bureau of Standard & Poor's, and any other appropriate jurisdiction or governmental authority, as each of such officers, in their discretion, deems necessary or advisable to carry out the intent of or to effect the foregoing resolutions, the taking of such actions and the negotiation, preparation, execution, delivery, filing and performance of any such agreements, documents and other instruments or the performance of any such acts being conclusive evidence of the approval of the Board thereof and all matters relating thereto.

4. The Certificate of Incorporation of the Company is to be amended and changed by reason of the merger herein certified by striking out Article I thereof and by substituting in lieu thereof the following new Article I:

"ARTICLE I

The name of the corporation is Sport Supply Group, Inc."

5. This Certificate shall be effective at 11:59 p.m., Eastern Standard Time, on June 30, 2007.

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TMB

IN WITNESS WHEREOF, the Company has caused this certificate to be duly executed by an authorized officer this 27 day of June 2007.

COLLEGIATE PACIFIC INC.

By: TM Babilla
Terrence M. Babilla, President

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[Signature Page to Certificate of Ownership and Merger of Sport Supply Group, Inc.
into Collegiate Pacific Inc.]

RECORDED: 07/03/2007

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REEL: 003574 FRAME: 0071