

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/02/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kolpin Powersports, Inc.		08/02/2007	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	Kolpin Outdoors, Inc.		
Street Address:	205 N. Depot Street		
Internal Address:	PO Box 107		
City:	Fox Lake		
State/Country:	WISCONSIN		
Postal Code:	53933		
Entity Type:	CORPORATION: WISCONSIN		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2701360	BOOTTECTOR	
Registration Number:	2801499	BUCKET HUGGER	
Registration Number:	3007053	DIRT WORKS	
Registration Number:	3103616	DIRTWORKS	
Registration Number:	2678930	GEAR GRIPS	
Registration Number:	2710014	GEARTECTOR	
Registration Number:	1928991	GUN BOOT	
Registration Number:	2640972	GUN GRIPS	
Registration Number:	2621356	KOLPIN	
Registration Number:	2549584	SAW PRESS	
Registration Number:	2500372	SCOPETECTOR	
Registration Number:	2964162	SEALTECTOR	

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REEL: 003601 FRAME: 0055

Registration Number:	2500383	SHOTECTOR
Registration Number:	2767544	TRANSPORT

CORRESPONDENCE DATA

Fax Number: (414)273-5198

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

Phone: 414-273-3500

Email: bgilpin@gklaw.com

Correspondent Name: Brian G. Gilpin

Address Line 1: 780 North Water Street

Address Line 2: Godfrey & Kahn, S.C.

Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	057635-0002
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NAME OF SUBMITTER:	Brian G. Gilpin
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Signature:	/bgg/
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Date:	08/14/2007
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Total Attachments: 4
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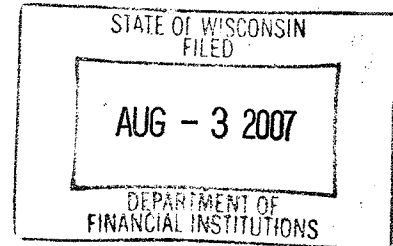
**GODFREY
& KAHN**
S.C.
ATTORNEYS AT LAW

780 NORTH WATER STREET
MILWAUKEE, WI 53202-3590
TEL 414-273-3500
FAX 414-273-5198
www.gklaw.com

August 2, 2007

VIA FACSIMILE (608) 267-6813

Wisconsin Department of Financial Institutions
Division of Corporate and Consumer Services
Expedited Service Program
345 W. Washington Avenue, 3rd Floor
Madison, WI 53703
ATTENTION: Robert Karis



RE: Kolpin Powersports, Inc.

Dear Bob:

EFFECTIVE DATE: 8-2-2007

Attached for expedited filing are Articles of Merger which merge Kolpin Powersports, Inc., a Wisconsin corporation, into Kolpin Outdoors, Inc., another Wisconsin corporation. Also attached is our DFI on-line order system receipt reflecting the on-line payment of the \$175.00 expedited filing fee to our credit card this morning. Once this document has been filed, please call me or Ms. Kasey Wroblewski to notify us that the filing has been completed. We will then contact our Madison office to have the filed document picked up from your office.

Please also call us at (414) 273-3500 if you have any questions or comments regarding this request. Also please note that I am not in the office on Fridays. If the filing is completed on Friday, please contact Kasey in my absence. Thank you for your assistance.

Very truly yours,

GODFREY & KAHN, S.C.

Janell

Janell M. Bishop
Paralegal

JMSB

Attachments

cc: Scott Roeper (via email roeper@facilitatorfunds.com)
Tom Lutes (via email tlutes@kolpin.com)
Tim McQuillan (via email tmcquillan@kolpin.com)
Nicholas A. Long, Esq. (via email NLong@ReedSmith.com)
Nathan S. Ganfield, Esq. (via email Nganfiel@gklaw.com)
Kasey A. Wroblewski, Esq. (via email Kwroblewski@gklaw.com)

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Sec. 180.11045 and
180.1105, Wis.**RECEIVED**State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

AUG - 2 2007

WISCONSIN
DFI**ARTICLES OF MERGER**
Domestic and Foreign For-Profit Corporations**1. Non-Surviving Parties to the Merger:**

Corporation Name: Kolpin Powersports, Inc.	Organized under the laws of Wisconsin (state or country)
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Does the above named non-surviving party have a fee simple ownership interest in any Wisconsin real estate?

☐ Yes ☒ No

If yes, the surviving corporation is required to file a report with the Wisconsin Department of Revenue under sec. 73.14 of the Wisconsin Statutes. (See instructions.)

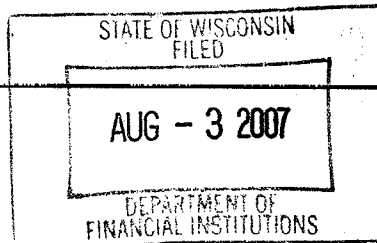
Corporation Name:	Organized under the laws of (state or country)
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Does the above named non-surviving party have a fee simple ownership interest in any Wisconsin real estate?

☐ Yes ☐ No

If yes, the surviving corporation is required to file a report with the Wisconsin Department of Revenue under sec. 73.14 of the Wisconsin Statutes. (See instructions.)

Schedule more non-surviving parties as an additional page and indicate whether the non-surviving party has a fee simple ownership interest in any Wisconsin real estate.

2. Surviving Corporation:

Corporation Name: Kolpin Outdoors, Inc.	Organized under the laws of Wisconsin (state or country)
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3. Indicate below if the surviving corporation is an indirect wholly owned subsidiary or parent:☐ The surviving corporation is a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent and the merger was approved in accordance with sec. 180.11045 and the requirements of sec. 180.11045(2) have been satisfied.☒ The surviving corporation is not a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent.

FILING FEE - \$150.00

DFI/CORP/2001(C06/06)

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REEL: 003601 FRAME: 0058

4. The plan of merger has been approved and adopted by each corporation that is a party to the merger as required under sec. 180.1103 or 180.1104, Wis. Stats., as applicable.

5. A. The articles of incorporation of the surviving corporation are amended as follows:

OR

B. If there are no amendments, indicate the name of the corporation that is a party to the merger whose articles of incorporation will be the articles of incorporation of the surviving corporation:

Kolpin Outdoors, Inc.

6. The executed plan of merger is on file at the principal place of business of the surviving corporation.

7. The surviving corporation will provide a copy of the plan of merger, upon request and without cost, to any shareholder of a corporation that was a party to the merger or, upon payment to the surviving corporation of an amount equal to the cost of producing the copy, to any other interested person.

8. (OPTIONAL) Effective Date and Time of Merger

These articles of merger, when filed, shall be effective on 8/2/07 (date) at 11:59 pm (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 180.0123.

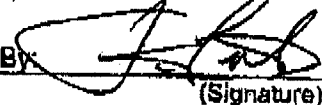
9. Executed on August 2, 2007 (date) by the surviving corporation on behalf of all parties to the merger.

Mark (X) below the title of the person executing the document.

Title: ☒ President OR ☐ Secretary or other officer title _____

KOLPIN OUTDOORS, INC.

By

 (Signature)

Tom Lutes, President

(Printed Name)

STATE OF WISCONSIN
FILED

AUG - 3 2007

DEPARTMENT OF
FINANCIAL INSTITUTIONS

This document was drafted by: Nathan S. Ganfield

(Name the individual who drafted the document)

DFI/CORP/2001(C06/06)

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Fee simple ownership interest ☐ Yes ☐ No (for DFI use only)

ARTICLES OF MERGER

Domestic and Foreign Business Corporations

Janell M. Bishop, Paralegal
Godfrey & Kahn, S.C.
780 North Water Street
Milwaukee, WI 53202

▲ Enter your return address within the bracket above.

Phone number during the day: (414) 273 - 3500

INSTRUCTIONS (Ref. Sec. 180.11045 and 180.1105, Wis. Stats. for document content)

Submit one original and one exact copy along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under 180.0103(16).

Mailing Address:

Department of Financial Institutions
Division of Corporate & Consumer
Services
P O Box 7846
Madison WI 53707-7846

Physical Address for Express Mail:

Department of Financial Institutions
Division of Corporate & Consumer
Services
345 W. Washington Ave - 3rd Fl.
Madison WI 53703

Phone: 608-261-7577
FAX: 608-267-6813
TTY: 608-266-8818

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the corporation name and state or country of organization of each non-surviving party to the merger. Definitions of foreign entity types are set forth in sec.180.0103 (9), Wis. Stats. Select yes or no to indicate whether the non-surviving party has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.
2. Enter the corporation name (prior to any amendment to change the name) and state or country of organization of the surviving corporation.
3. Indicate whether the surviving corporation is an indirect wholly owned subsidiary or parent. See sec. 180.11045, Wis. Stats. for requirements. See sec. 180.11045(1)(b), Wis. Stats. for definition.
4. This statement is required per sec. 180.1105 (1)(cm) of the Wis. Stats.
5. A. OR B. Indicate any amendments to the articles of incorporation of the surviving corporation in section A. If there are no amendments, indicate the name of the corporation that is a party to the merger whose articles of incorporation will be the articles of incorporation of the surviving corporation in section B.
6. This statement is required per sec. 180.1105(f) of the Wis. Stats.
7. This statement is required per sec. 180.1105(g) of the Wis. Stats.
8. (Optional) If the merger is to take effect at a time other than the close of business on the day the articles of merger are delivered to the department for filing, state the effective date or date and time. An effective date may not be earlier than the date the document is delivered to the Department of Financial Institutions, nor a date more than 90 days after its delivery.
9. Enter the date of execution and the name and title of the person signing the document. If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.