

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fishing Spirit, Inc.		12/18/2008	INC. ASSOCIATION: WISCONSIN

RECEIVING PARTY DATA

Name:	Pure Fishing, Inc.
Street Address:	1900 18th Street
City:	Spirit Lake
State/Country:	IOWA
Postal Code:	51360
Entity Type:	INC. ASSOCIATION: IOWA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	1877740	
Registration Number:	2035583	SPIDERWIRE
Registration Number:	2447058	SPIDERLINE
Registration Number:	2903536	SPIDER
Registration Number:	3392839	SPIDERWIRE STEALTH
Registration Number:	3169974	SPIDERWEB

CORRESPONDENCE DATA

Fax Number: (202)659-9344
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2026599076
 Email: docketing@roylance.com
 Correspondent Name: Roylance, Abrams, Berdo & Goodman L.L.P.
 Address Line 1: 130019th Street, N.W.

CH \$165.00 1877740

Address Line 2: Suite 600
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036-1649

ATTORNEY DOCKET NUMBER:	SPIDER
NAME OF SUBMITTER:	Lance G. Johnson
Signature:	/Lance G. Johnson/
Date:	03/19/2009

Total Attachments: 10

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IOWA

No. W00608945

Date: 12/23/2008

SECRETARY OF STATE

490 DP-000004294
PURE FISHING, INC.

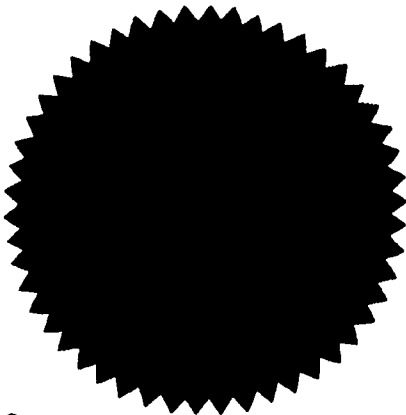
ACKNOWLEDGEMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document:

Articles of Merger

The document was filed on December 18, 2008, at 02:59 PM, to be effective as of December 31, 2008, at 11:59 PM.

The amount of \$50.00 was received in full payment of the filing fee.



Michael A. Mauro

MICHAEL A. MAURO SECRETARY OF STATE



ARTICLES OF MERGER
OF
FISHING SPIRIT, INC.
AND
PURE FISHING, INC.

240054-NS
4294-5

517539 MERG \$50.00 BARR 2 2/22/08

To the Secretary of State
State of Iowa

Pursuant to the provisions of the Iowa Business Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of merging Fishing Spirit, Inc., a Wisconsin corporation in good standing, into Pure Fishing, Inc., an Iowa corporation, as the surviving corporation.

FIRST: Attached to these Articles of Merger and by this reference made a part of these Articles is Exhibit A, which is a true and correct copy of the Agreement and Plan of Merger dated December 18, 2008 (the "Merger Agreement") for merging Fishing Spirit, Inc. into Pure Fishing, Inc., which was approved and adopted by the Board of Directors of the two corporations participating in the merger; that is Pure Fishing, Inc. as the surviving corporation, in the manner prescribed by the Iowa Business Corporation Act ("IBCA"), and Fishing Spirit, Inc., a Wisconsin corporation, in the manner prescribed by the Wisconsin Business Corporation Law ("WBCL").

SECOND: The merger of Fishing Spirit, Inc. with and into Pure Fishing, Inc. is permitted by the laws of the jurisdiction of organization of Fishing Spirit, Inc. and is in compliance with said laws.

THIRD: Fishing Spirit, Inc. is a wholly-owned subsidiary of Pure Fishing, Inc. Shareholder approval of the Merger Agreement is not required by the IBCA and WBCL.

FOURTH: The Merger is to be effective at 11:59 pm on December 31, 2008.

2185

6

RECEIVED TIME DEC. 18. 2:59PM

TRADEMARK
REEL: 003955 FRAME: 0773

Executed on this 18th day of December, 2008.

FISHING SPIRIT, INC.

By: Jarrett Braterman
Name: Jarrett Braterman
Title: Assistant Secretary

PURE FISHING, INC.

By: Jarrett Braterman
Name: Jarrett Braterman
Title: Assistant Secretary

2186

RECEIVED TIME DEC. 18. 2:59PM

TRADEMARK
REEL: 003955 FRAME: 0774

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

2187

RECEIVED TIME DEC. 18. 2:59PM

TRADEMARK
REEL: 003955 FRAME: 0775

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER (the "Merger Agreement"), dated as of December 18, 2008, between Pure Fishing, Inc., a business corporation organized under the laws of the State of Iowa ("Pure Fishing"), and Fishing Spirit, Inc., a business corporation organized under the laws of the State of Wisconsin ("Fishing Spirit").

WITNESSETH:

WHEREAS, Pure Fishing and Fishing Spirit and the respective board of directors thereof deem it advisable and to the advantage, welfare and best interest of said corporations and their respective stockholders to merge Fishing Spirit with and into Pure Fishing pursuant to the provisions of the Wisconsin Business Corporation Law ("WBCL") and the provisions of the Iowa Business Corporation Act ("BCA"), upon the terms and conditions hereinafter set forth;

WHEREAS, the parties intend that, for U.S. federal income tax purposes, the merger of Fishing Spirit with and into Pure Fishing will qualify as tax-free liquidation that is described in Section 332 of the Internal Revenue Code of 1986, as amended;

NOW, THEREFORE, in consideration of the premises and the mutual agreements and covenants set forth herein, the parties hereto agree as follows:

ARTICLE 1: Merger. Upon the filing of (i) a Articles of Merger with the Secretary of State of the State of Wisconsin and (ii) a Articles of Merger with the Secretary of State of the State of Iowa or such subsequent time as the parties shall agree and as shall be specified in respective Articles of Merger (collectively, the "Effective Time"), Fishing Spirit shall be merged with and into Pure Fishing (the "Merger") and Pure Fishing shall be the corporation surviving the Merger (hereinafter referred to as the "Surviving Corporation").

ARTICLE 2: Directors, Officers and Governing Documents. The directors of the Surviving Corporation from and after the Effective Time shall be the directors of Pure Fishing immediately prior to the Effective Time. The officers of the Surviving Corporation immediately after the Effective Time shall be the officers of Pure Fishing immediately prior to the Effective Time. These officers and directors shall hold office in accordance with the Restated Articles of Incorporation, as amended and the Amended and Restated Bylaws of the Surviving Corporation. Each of the Restated Articles of Incorporation, as amended and the Amended and Restated Bylaws of the Surviving Corporation as in force and effect at the Effective Time of the Merger will be the Restated Articles of Incorporation, as amended and the Amended and Restated Bylaws, respectively, of said Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the laws of the State of Iowa.

ARTICLE 3: Name. The name of the Surviving Corporation shall be: Pure Fishing, Inc.

ARTICLE 4: Effect of Merger on Shares of Stock of Fishing Spirit. At the Effective Time, each share of common stock, \$10.00 par value of Pure Fishing outstanding immediately

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RECEIVED TIME DEC. 18. 2:59PM

TRADEMARK
REEL: 003955 FRAME: 0776

prior to the Effective Time shall remain unchanged. At the Effective time, by virtue of the Merger and without any action on the part of the holder thereof, each share of common stock of Fishing Spirit outstanding immediately prior to the Effective Time shall be extinguished and cancelled, without the payment of consideration therefor.

ARTICLE 5: Effect of the Merger. The Merger shall have the effect set forth in the WBCL and IBCA. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time all the property, rights, privileges, powers and franchises of Fishing Spirit shall be vested in the Surviving Corporation, and all debts, liabilities and duties of Fishing Spirit shall become the debts, liabilities and duties of the Surviving Corporation.

ARTICLE 6: Authorization. The sole stockholder, board of directors and the proper officers of Fishing Spirit and of the Surviving Corporation, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Merger Agreement or of the Merger herein provided for.

ARTICLE 7: Further Assurances. From time to time, as and when required by the Surviving Corporation or by its successors and assigns, there shall be executed and delivered on behalf of Fishing Spirit such deeds and other instruments, and there shall be taken or caused to be taken by the Surviving Corporation all such further and other actions, as shall be appropriate or necessary in order to vest, perfect or confirm in the Surviving Corporation the title to and possession of all property, interests, assets, rights, privileges, immunities, powers and authority of Fishing Spirit, and otherwise to carry out the purposes of this Merger Agreement. The officers and directors of the Surviving Corporation are fully authorized, on behalf of the Surviving Corporation or Fishing Spirit, to take any and all such actions and to execute and deliver any and all such deeds, documents and other instruments.

[The remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the undersigned have executed this Merger Agreement as of the date first above written.

PURE FISHING, INC.

By: Jarrett Braterman
Name: Jarrett Braterman
Title: Assistant Secretary

FISHING SPIRIT, INC.

By: Jarrett Braterman
Name: Jarrett Braterman
Title: Assistant Secretary

FILED
IOWA
SECRETARY OF STATE

12-18-08
2:59 PM

W608945



2100

RECEIVED TIME DEC. 18. 2:59PM

REMOVED - DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

08 DEC 01 4:04 PM
180.1105, Wis.
Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



ARTICLES OF MERGER
Domestic and Foreign For-Profit Corporations

1. Non-Surviving Parties to the Merger:

Corporation Name: Fishing Spirit, Inc.	STATE OF WISCONSIN FILED DEC 19 2008 DEPARTMENT OF FINANCIAL INSTITUTIONS	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: Pure Fishing, Inc.	Organized under the laws of Iowa (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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TRADEMARK
REEL: 003955 FRAME: 0779

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:

Pure Fishing, 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 12/31/08 (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.

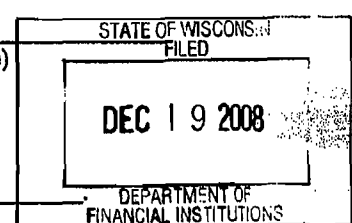
9. Executed on 12/18/08 (date) by the surviving corporation on behalf of all parties to the merger.

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

Title: President OR Secretary or other officer-title Assistant Secretary

Jarrett Braterman
(Signature)

Jarrett Braterman
(Printed Name)



This document was drafted by: Jarrett Braterman
(Name the individual who drafted the document)

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

ARTICLES OF MERGER

Domestic and Foreign Business Corporations

Richard Sharpe
2381 Executive Center Drive
Boca Raton, Florida 33431

▲ Enter your return address within the bracket above.
Phone number during the day: (561) 912 - 5124

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 - 3 rd Fl. Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818
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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.

DFI/CORP/2001(C06/06)

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