

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BSA OPTICS, INC.		01/01/2009	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	GAMO USA, CORP.
Street Address:	3911 SW 47th Avenue
Internal Address:	Suite 914
City:	Fort Lauderdale
State/Country:	FLORIDA
Postal Code:	33314
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Registration Number:	2504638	BIGCAT
Registration Number:	3544857	BRIGHTVIEW
Registration Number:	3544859	BRIGHTVIEW
Registration Number:	3544858	CLIMATE XTREME PROTECTION
Serial Number:	77600375	ESSENTIAL
Serial Number:	77682479	GENISYS
Serial Number:	78895222	LASER GENETICS
Serial Number:	77574443	MAJESTIC
Serial Number:	77584919	MAJESTIC
Serial Number:	77529312	
Registration Number:	3641383	
Registration Number:	3541480	

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Serial Number:	77584905	C
Registration Number:	3544860	
Serial Number:	77682486	ND-3
Serial Number:	77682503	ND-5
Serial Number:	77682469	PAINT YOUR TARGET
Registration Number:	3253236	PLATINUM
Registration Number:	3494298	RGB
Registration Number:	3541369	SPECTRE
Serial Number:	77525583	STEALTH HUNTER
Serial Number:	77330969	STS
Registration Number:	3628611	SWEET 17
Registration Number:	3363428	SWEET 22
Registration Number:	3538245	TACMASTER

CORRESPONDENCE DATA

Fax Number: (512)457-2100
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: AustinIntellPropDept@kslaw.com
Correspondent Name: King & Spalding LLP 16775.100001
Address Line 1: 401Congress Ave., Suite 3200
Address Line 4: Austin, TEXAS 78701

ATTORNEY DOCKET NUMBER:	16775
NAME OF SUBMITTER:	Heather D. Smith
Signature:	/hds/
Date:	06/29/2009

Total Attachments: 7
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Audit No. H09000000249 3


ARTICLES OF MERGER
OF
BSA OPTICS, INC.
INTO
GAMO USA, CORP.

Pursuant to the provisions of Sections 607.1101 and 607.1105,
Florida Statutes, these Articles of Merger provide that:

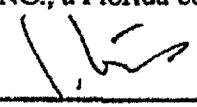
1. BSA OPTICS, INC., a Florida corporation, shall be merged with and into GAMO USA, CORP., a Florida corporation, which shall be the surviving entity.
2. The Plan and Agreement of Merger, attached hereto as Exhibit "A" and incorporated herein by reference, was adopted by the directors and shareholders of Gamo USA Corp. by written consent dated January 1, 2009, and by the directors and shareholders of BSA Optics, Inc., by written consent dated January 1, 2009.
3. The merger shall become effective on the day the Articles of Merger have been filed by the Secretary of State of Florida.

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of the constituent entities by their respective authorized officers as of January 1, 2009.

GAMO USA, CORP., a Florida corporation

By: 
Victor Tresseras, President

BSA OPTICS, INC., a Florida corporation

By: 
Victor Tresseras, President

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Audit No. H09000000249 3

Audit No. H09000000249 3

EXHIBIT "A"

PLAN AND AGREEMENT OF MERGER

THIS PLAN OF MERGER ("Plan") is made this 1st day of January, 2009, by and between BSA OPTICS, INC., a Florida corporation (the "Merging Corporation"), and GAMO USA, CORP., a Florida corporation (the "Surviving Corporation"), said entities hereinafter collectively referred to as the "Constituent Corporations."

WITNESSETH:

WHEREAS, the Surviving Corporation was formed in the State of Florida on May 11, 1994 and has authorized capital stock of 20,000 shares of common stock. All of the issued and outstanding stock in the Surviving Corporation is owned as follows: Seven Thousand Forty-Two and 109/1000 (7042.109) shares by INDUSTRIAS EL GAMO, S.A. and Two Thousand Three Hundred Forty-Seven and 37/100 (2347.37) shares by DUEL DELTA, S.L.;

WHEREAS, the Merging Corporation was formed in the State of Florida on October 2, 1996 and has authorized capital stock of 10,000 shares of common stock. All of the issued and outstanding stock in the Merging Corporation is owned as follows: Fifteen Hundred (1500) shares by ANTONIO CASAS S.A. and Four Hundred Sixty-Eight (468) shares by INELGA BUSINESS S.L.;

WHEREAS, the respective Shareholders and Boards of Directors of the Constituent Corporations deem it advisable and to their advantage, welfare, and best interest to enter into this Plan, and have adopted Resolutions on January 1, 2009, which provide that pursuant to the applicable provisions of the Florida Business Corporation Act of the State of Florida, the Merging Corporation shall be merged with and into the Surviving Corporation in order to combine the assets and businesses of the Constituent Corporations for the purposes of: (i) simplification of business

Audit No. H09000000249 3

Audit No. H09000000249 3

records and tax paperwork; (ii) elimination of duplicate work and expenses in administration and accounting; (iii) granting of credit facilities by financial lenders; and (iv) to achieve a more efficient operation having greater resources in the conduct of their business.

NOW, THEREFORE, in consideration of the mutual premises and agreements herein contained, the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions set forth below:

1. **RECITALS.** The recitals hereinabove are true and correct and are incorporated herein.

2. **AGREEMENT TO MERGE.** The Constituent Corporations hereby agree that upon the "Effective Date" as hereinafter defined, the Merging Corporation shall be merged into the Surviving Corporation, and the Surviving Corporation shall succeed to all of the rights, privileges, immunities and franchises, and all of the properties, real, personal and mixed, of the Merging Corporation, without the necessity of any separate transfer. The Surviving Corporation shall thereafter be responsible and liable for all of the liabilities and obligations of the Merging Corporation, and neither the rights of creditors nor any liens on the property of the Merging Corporation shall be impaired by the merger.

3. **NAME OF SURVIVING CORPORATION.** The name of the Surviving Corporation shall continue to be: GAMO USA, CORP.

4. **ARTICLES OF INCORPORATION.** The Articles of Incorporation of the Surviving Corporation in effect on the Effective Date shall be the Articles of Incorporation of said Surviving Corporation and shall continue in full force and effect.

Audit No. H09000000249 3

Audit No. H09000000249 3

5. **BYLAWS.** The Bylaws of the Surviving Corporation upon the Effective Date of the merger will be the Bylaws of said surviving Corporation and will continue in full force and effect.

6. **DIRECTORS AND OFFICERS.** The directors and officers in office of the Surviving Corporation upon the Effective Date of the Merger shall continue as the Directors and Officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Bylaws of the Surviving Corporation.

7. **MODE OF EFFECTING MERGER.** The mode of carrying said merger into effect, and the manner and basis of converting the shares of the Merging Corporation into shares of the Surviving Corporation, shall be as follows:

Since the assets of the Merging Corporation constitute an additional capital contribution to the Surviving Corporation and not all of the issued and outstanding capital stock of the Constituent Corporations are presently owned by the same shareholders in the same percentages, additional shares will need to be issued by the Surviving Corporation to reflect the ownership interest of the shareholders after the Effective date.

Shareholders of the Surviving Corporation are: 1) Industrias El Gamo, S.A. with Seven Thousand Forty-Two and 109/1000 (7042.109) shares, which book value per issued and outstanding share as of November 30, 2008 is Eight Hundred Twenty-Four and 136/1000 Dollars U.S. (\$824.136 USD), for an aggregate of \$5,803,655.542 USD and 2) Duel Delta, S.L. with Two Thousand Three Hundred Forty-Seven and 37/100 (2347.37) shares, which book value per issued and outstanding share as of December 1, 2008 is Eight Hundred Twenty-Four and 136/1000 Dollars U.S. (\$824.136 USD), for an aggregate of \$1,934,552.122 USD.

Audit No. H09000000249 3

Audit No. B09000000249 3

Shareholders of the Merging Corporation are: 1) Antonio Casas S.A. with Fifteen Hundred (1500) shares, which book value per issued and outstanding share as of November 30, 2008 is One Thousand Seventy-Seven and 35/100 Dollars U.S. (\$1077.35 USD), for an aggregate of \$1,616,025.00 USD; and 2) Inelga Business S.L. with Four Hundred Sixty-Eight (468) shares, which book value per issued and outstanding share as of November 30, 2008 is One Thousand Seventy-Seven and 35/100 Dollars U.S. (\$1077.35 USD), for an aggregate of \$504,199.80 USD.

Upon the Effective Date of the Merger, each shareholder of the Merging Corporation shall surrender his or her certificate or certificates to the Surviving Corporation and such certificate or certificates shall be cancelled. Upon surrender and cancellation of said certificates, the Surviving Corporation shall issue new share certificates in accordance with the following: (i) One Thousand Nine Hundred Sixty and 87/100 (1960.87) shares to Antonio Casas, S.A.; and (ii) Six Hundred Eleven and 79/100 (611.79) shares to Inelga Business S.L. The recited issued and outstanding shares shall constitute all of the issued and outstanding stock in the Surviving Corporation.

8. **ADOPTION OF PLAN.** Pursuant to the applicable statutory provisions of the State of Florida, the within merger has been approved by all of the shareholders and all of the directors of the Surviving Corporation and by all of the shareholders and all of the directors of the Merging Corporation.

9. **EXECUTION OF DOCUMENTS.** In the event that the merger of the Merging Corporation with and into the Surviving Corporation shall have been fully authorized in accordance with the provisions of the Florida Business Corporation Act of the State of Florida, the Merging Corporation and the Surviving Corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

Audit No. B09000000249 3

Audit No. H09000000249 3

10. **AUTHORIZATION OF DIRECTORS AND OFFICERS.** The Board of Directors and the proper officers of the Merging Corporation 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 Plan or of the merger herein provided for.

11. **EFFECTIVE DATE.** This Plan shall become effective on the close of business on January 1, 2009 (the "Effective Date"). Neither of the Constituent Corporations shall, prior to the Effective Date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the Constituent Corporations may take any and all action necessary or appropriate under the laws of the State of Florida to consummate this merger.

12. **RIGHT TO ABANDON MERGER.** The Board of Directors of each of the Constituent Corporations shall have the power in its discretion, prior to the Effective Date, to abandon the merger provided for herein.

[Signatures to follow]

Audit No. H09000000249 3

Audit No. H0900000249 3

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective officers, as the case may be, who are duly authorized by the respective Board of Directors and shareholders of the Constituent Corporations.

MERGING CORPORATION:


BSA OPTICS, INC., a Florida corporation

By: 

Victor Tresseras, President

SURVIVING CORPORATION:

GAMO USA CORP., a Florida corporation

By: 

Victor Tresseras, President

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Audit No. H0900000249 3