

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		Conversion	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Mako Marine International, Inc.		08/15/2008	CORPORATION: FLORIDA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Mako Marine International, LLC		
<b>Street Address:</b>	2500 E. Kearney		
<b>City:</b>	Springfield		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	65898		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0884489	MAKO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(816)983-8080		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
<b>Phone:</b>	816-983-8000		
<b>Email:</b>	pto-kc@huschblackwell.com		
<b>Correspondent Name:</b>	William B. Kircher		
<b>Address Line 1:</b>	4801 Main Street		
<b>Address Line 2:</b>	Suite 1000		
<b>Address Line 4:</b>	Kansas City, MISSOURI 64112		
<b>ATTORNEY DOCKET NUMBER:</b>	55765.58657		
<b>NAME OF SUBMITTER:</b>	Aimee Hilton		
<b>Signature:</b>	/Aimee Hilton/		
<b>Date:</b>	11/06/2009		

CH \$40.00 0884489

Total Attachments: 4

source=Certificate of Conversion#page1.tif

source=Certificate of Conversion#page2.tif

source=Certificate of Conversion#page3.tif

source=Certificate of Conversion#page4.tif

**CERTIFICATE OF CONVERSION**

**OF**

**MAKO MARINE INTERNATIONAL, INC.**  
**(a Florida profit corporation)**

**INTO**

**MAKO MARINE INTERNATIONAL, LLC**  
**(a Delaware limited liability company)**

MAKO MARINE INTERNATIONAL, INC., a corporation organized and existing under and by virtue of the Business Corporation Act, as enacted in the State of Florida, does hereby certify that:

FIRST: Mako Marine International, Inc. has been converted from a Florida corporation into a Delaware limited liability company in compliance with Chapter 607, Florida Statutes (the Florida Business Corporation Act, as amended), and Section 18-214 of the Delaware Limited Liability Company Act, as amended.

SECOND: Mako Marine International, Inc. was originally formed as a corporation under the laws of the State of Florida on June 24, 1994.

THIRD: The name of the corporation immediately prior to filing this Certificate is "Mako Marine International, Inc."

FOURTH: The name of the Delaware limited liability company as set forth in the Certificate of Formation, filed in Delaware contemporaneously herewith, is "Mako Marine International, LLC."

FIFTH: The plan of conversion of Mako Marine International, Inc. to Mako Marine International, LLC was approved by the sole director and sole stockholder of Mako Marine International, Inc. in accordance with Chapter 607, Florida Statutes (the Florida Business Corporation Act, as amended).

SIXTH: The effective date of the conversion in Delaware and Florida shall be August 23, 2008.

SEVENTH: The location of Mako Marine International, LLC's principal office is 2500 E. Kearney, Springfield, Missouri 65898, Attention: Mako Marine International, LLC.

EIGHTH: Mako Marine International, LLC (i) appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce

obligations of Mako Marine International, Inc., including any appraisal rights of its shareholders under Sections 607.1301 to 607.1333 of the Florida Business Corporation Act, as amended, and (ii) lists the following as the street and mailing address that the Florida Department of State may use for purposes of Section 607.1114(4) of the Florida Business Corporation Act, as amended: Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801.

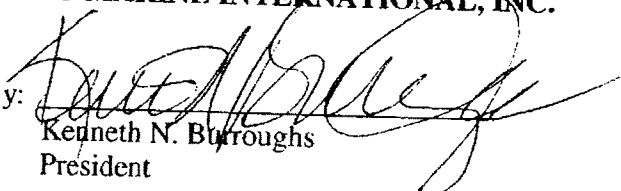
NINTH: Mako Marine International, LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607.1301 to 607.1333 of the Florida Business Corporation Act, as amended.

*Signature page follows.*

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion on this 15<sup>th</sup> day of August, 2008.

**MAKO MARINE INTERNATIONAL, INC.**

By:

  
Kenneth N. Burroughs  
President

**CERTIFICATE OF FORMATION**  
**OF**  
**MAKO MARINE INTERNATIONAL, LLC**

The undersigned, an authorized person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

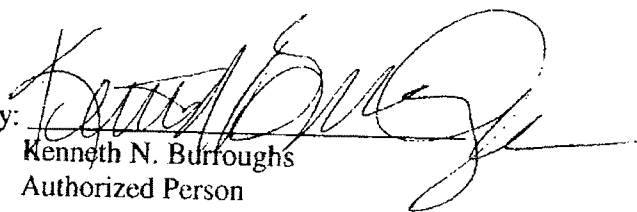
FIRST: The name of the limited liability company is:

MAKO MARINE INTERNATIONAL, LLC

SECOND: The address of its registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The formation herein contemplated shall be effective on the 23rd day of August, A.D. 2008.

Dated this 15<sup>th</sup> day of August, 2008.

By:   
Kenneth N. Burroughs  
Authorized Person