

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/30/2008		
<b>CONVEYING PARTY DATA</b>			
	<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>
	PURE FISHING II, LLC		12/18/2008
			LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PURE FISHING, INC.		
<b>Street Address:</b>	1900 18TH sTREET		
<b>City:</b>	Spirit Lake		
<b>State/Country:</b>	IOWA		
<b>Postal Code:</b>	51360		
<b>Entity Type:</b>	CORPORATION: IOWA		
<b>PROPERTY NUMBERS Total: 4</b>			
	<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
	Registration Number:	3124891	DURATUF
	Registration Number:	2855291	HI-TEST
	Registration Number:	2803710	MAGNAFLEX
	Registration Number:	2043702	MAGNATHIN
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(206)805-4801		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	206-805-4800		
<b>Email:</b>	trademarks@k2sports.com		
<b>Correspondent Name:</b>	Julie C. VanDerZanden		
<b>Address Line 1:</b>	4201 6th Avenue South		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98108		
ATTORNEY DOCKET NUMBER:	PUREF-2-25828, 05,10,11		

CH \$115.00 3124891

**900163584**

**TRADEMARK**  
**REEL: 004216 FRAME: 0733**

NAME OF SUBMITTER:	Robert M. Zielinski
Signature:	/Robert M. Zielinski/
Date:	06/02/2010
<b>Total Attachments: 7</b> source=Cerified IA Art of Merger (PF II)#page1.tif source=Cerified IA Art of Merger (PF II)#page2.tif source=Cerified IA Art of Merger (PF II)#page3.tif source=Cerified IA Art of Merger (PF II)#page4.tif source=Cerified IA Art of Merger (PF II)#page5.tif source=Cerified IA Art of Merger (PF II)#page6.tif source=Cerified IA Art of Merger (PF II)#page7.tif	

# IOWA

No. W00608856  
Date: 12/22/2008

## SECRETARY OF STATE

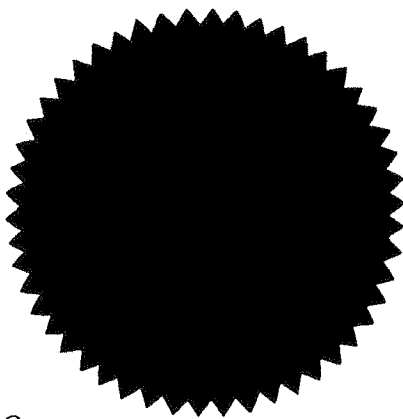
490 DP-000004294  
PURE FISHING, INC.

### 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 01:45 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  
PURE FISHING II, LLC  
AND  
PURE FISHING, INC.

RECEIVED  
SECRETARY OF STATE  
IOWA

08 DEC 18 PM 1:45

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517452 MERG \$50.00 KELLY 2 2/18/08

To the Secretary of State  
State of Iowa

Pursuant to the provisions of the Iowa Business Corporation Act, the undersigned entities adopt the following Articles of Merger for the purpose of merging Pure Fishing II, LLC, a Delaware limited liability company 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 Pure Fishing II, LLC into Pure Fishing, Inc., which was approved and adopted by the Sole Member of Pure Fishing II, LLC and the Board of Directors of Pure Fishing, Inc.; that is Pure Fishing, Inc. as the surviving corporation, in the manner prescribed by the Iowa Business Corporation Act ("IBCA"), and Pure Fishing II, LLC, a Delaware limited liability company, in the manner prescribed by the Delaware Limited Liability Company Act ("DLLCA").

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

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

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

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Executed on this 18th day of December, 2008.

PURE FISHING II, LLC

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

PURE FISHING, INC.

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

023000

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REEL: 004216 FRAME: 0737

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

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## 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 Pure Fishing II, LLC, a limited liability company organized under the laws of the State of Delaware ("PF II").

### WITNESSETH:

WHEREAS, the sole member of PF II deems it advisable and to the advantage, welfare and best interest of said company to merge PF II with and into Pure Fishing pursuant to the provisions of the Delaware Limited Liability Company Act ("DLLCA"), upon the terms and conditions hereinafter set forth;

WHEREAS, Pure Fishing and its Board of Directors deem it advisable and to the advantage, welfare and best interest of said corporation and its respective stockholders to merge PF II with and into Pure Fishing pursuant to the provisions of the Iowa Business Corporation Act ("BCA"), upon the terms and conditions hereinafter set forth.

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 Certificate of Merger with the Secretary of State of the State of Delaware and (ii) a Articles of Merger with the Secretary of State of the State of Iowa, at the Effective Time (as defined below), PF II 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"). The "Effective Time" of the Merger shall be 11:59 pm on December 31, 2008.

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 Pure Fishing and PF II. At the Effective Time, each share of common stock of Pure Fishing outstanding immediately prior to the Effective Time shall

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remain unchanged. At the Effective time, by virtue of the Merger and without any action on the part of the holder thereof, each membership interest of PF II 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 DLLCA 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 PF II shall be vested in the Surviving Corporation, and all debts, liabilities and duties of PF II shall become the debts, liabilities and duties of the Surviving Corporation.

ARTICLE 6: Approval. The Merger Agreement herein made and approved shall be submitted to the sole member of PF II and the sole stockholder of Pure Fishing for their approval or rejection in the manner prescribed by the provisions of the DLLCA and the IBCA, respectively.

ARTICLE 7: Authorization. The sole member and the proper officers of PF II and the sole stockholder, board of directors and proper officers of the Surviving Corporation, 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 8: 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 PF II 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 PF II, and otherwise to carry out the purposes of this Merger Agreement. The officers of the Surviving Corporation are fully authorized, on behalf of the Surviving Corporation or PF II, 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

PURE FISHING II, LLC

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

FILED  
IOWA  
SECRETARY OF STATE  
12-18-2008  
1:45 pm  
W608856

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