

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion from corporation to limited liability company		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Affinity Group, Inc.		03/02/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Affinity Group, LLC		
Street Address:	2575 Vista Del Mar Drive		
City:	Ventura		
State/Country:	CALIFORNIA		
Postal Code:	93001		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77749049	RV CONCIERGE	
CORRESPONDENCE DATA			
Fax Number:	(310)203-0567		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	310-203-8080		
Email:	trademarkdocket@jmbm.com		
Correspondent Name:	Bernard R. Gans, Esq.		
Address Line 1:	1900 Avenue of the Stars, 7th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90067-4308		
ATTORNEY DOCKET NUMBER:	60982-0004		
NAME OF SUBMITTER:	Bernard R. Gans		
Signature:	/Bernard R. Gans/		
Date:	04/14/2011		

CH \$40.00 77749049

Total Attachments: 5

source=AGI Cert of Conversion#page1.tif

source=AGI Cert of Conversion#page2.tif

source=AGI Cert of Conversion#page3.tif

source=AGI Cert of Conversion#page4.tif

source=AGI Cert of Conversion#page5.tif

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "AFFINITY GROUP, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "AFFINITY GROUP, INC." TO "AFFINITY GROUP, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF MARCH, A.D. 2011, AT 1:50 O'CLOCK P.M.

2106241 8100V

110251166

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8595254

DATE: 03-02-11

TRADEMARK
REEL: 004522 FRAME: 0443

**CERTIFICATE OF CONVERSION
OF
AFFINITY GROUP, INC.
INTO
AFFINITY GROUP, LLC**

Pursuant to Section 18-214 of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq., as amended (the "Act"), Affinity Group, Inc., a Delaware corporation (hereinafter referred to as the "Corporation"), elects to be converted into a Delaware limited liability company governed by the Act.

Accordingly, the undersigned certifies as follows:

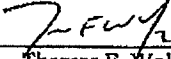
1. The Corporation was incorporated on November 3, 1986 in the State of Delaware.
2. The name of the Corporation immediately prior to filing this Certificate of Conversion is Affinity Group, Inc.
3. The name of the limited liability company as set forth in the Certificate of Formation is Affinity Group, LLC.
4. The conversion provided for herein shall become effective on the date on which this Certificate of Conversion has been accepted for filing by the Office of the Secretary of State of the State of Delaware.
5. The conversion provided for herein has been approved by the Board of Directors and the sole stockholder of the Corporation pursuant to and in accordance with the provisions of the General Corporation Law of the State of Delaware.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
this 2nd day of March, 2011.

AFFINITY GROUP, INC.

By: _____


Name: Thomas F. Wolfe

Its: Chief Financial Officer

118983/vt

TRADEMARK
REEL: 004522 FRAME: 0445

Delaware

PAGE 2

The First State

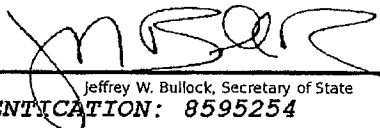
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "AFFINITY GROUP, LLC" FILED IN THIS OFFICE ON THE SECOND DAY OF MARCH, A.D. 2011, AT 1:50 O'CLOCK P.M.

2106241 8100V

110251166

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8595254

DATE: 03-02-11

TRADEMARK
REEL: 004522 FRAME: 0446

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:50 PM 03/02/2011
FILED 01:50 PM 03/02/2011
SRV 110251166 - 2106241 FILE

**CERTIFICATE OF FORMATION
OF
AFFINITY GROUP, LLC**

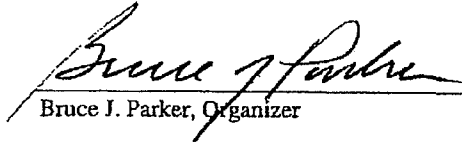
ARTICLE I
Name

The name of the limited liability company is Affinity Group, LLC.

ARTICLE II
Registered Office and Registered Agent

The address of the registered office of the limited liability company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 2nd day of March, 2011.


Bruce J. Parker, Organizer

118982/v1