

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Barrett Productions, Inc.		03/14/2012	CORPORATION: WYOMING

**RECEIVING PARTY DATA**

Name:	Barrett Productions, LLC
Street Address:	2250 Newmarket Parkway
Internal Address:	Suite 110
City:	Marietta
State/Country:	GEORGIA
Postal Code:	30067
Entity Type:	LIMITED LIABILITY COMPANY: WYOMING

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	3523761	INSIDE AMERICA'S NATIONAL PARKS
Registration Number:	3523759	DESTINATION OUTDOORS
Registration Number:	3523756	DESTINATION OUTDOORS
Registration Number:	3605165	FLY FISHING AMERICA
Registration Number:	3605166	FLY FISHING AMERICA
Registration Number:	3526980	FLY FISHING THE WORLD
Registration Number:	3526981	FLY FISHING THE WORLD
Registration Number:	3523760	INSIDE AMERICA'S NATIONAL PARKS

**CORRESPONDENCE DATA**

Fax Number:

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Email: emendes@paulweiss.com, dgaier@paulweiss.com

Correspondent Name: Danielle L. Gaier

CH \$215.00 3523761

Address Line 1: 1285 Avenue of the Americas  
Address Line 4: New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER: 18556-27

NAME OF SUBMITTER: Danielle L. Gaier

Signature: /Danielle L. Gaier/

Date: 02/22/2013

**Total Attachments: 11**

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# State of Wyoming

## Office of the Secretary of State



United States of America,  
State of Wyoming } ss.

I, MAX MAXFIELD, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming, **Barrett Productions, LLC**, a Profit Corporation originally organized in **Wyoming** under the name of **Barrett Productions, Inc** on **June 22, 1992**, did on **March 14, 2012**, file a conversion to become a Wyoming Limited Liability Company with perpetual duration.

I FURTHER CERTIFY that this entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to day, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 7<sup>th</sup> day of **January A.D., 2013**.



*Max Maxfield*

Secretary of State

By *Rosalie Gonzales*  
Rosalie Gonzales

TRADEMARK

REEL: 004968 FRAME: 0381



**Wyoming Secretary of State**  
 State Capitol Building, Room 110  
 200 West 24<sup>th</sup> Street  
 Cheyenne, WY 82002-0020  
 Ph. 307.777.7311  
 Fax 307.777.5339  
 Email: Business@wyo.gov

Max Maxfield, WY Secretary of State  
 FILED: 03/14/2012 03:07 PM  
 Original ID: 1992-000274515  
 Amendment ID: 2012-001317352

**CONVERSION**

**Limited Liability Company  
 Articles of Organization**

1. Name of the limited liability company:

Barrett Productions, LLC

2. Name and physical address of its registered agent:

*(The registered agent may be an individual resident in Wyoming, a domestic or foreign entity authorized to transact business in Wyoming, having a business office identical with such registered office. The registered agent must have a physical address in Wyoming. A Post Office Box or Drop Box is not acceptable. If the registered office includes a suite number, it must be included in the registered office address.)*

C T Corporation System, 1720 Carey Avenue, Suite 200, Cheyenne, WY 82001

3. Mailing address of the limited liability company:

2250 Newmarket Parkway, Suite 110, Marietta, GA 30067

4. Principal office address:

218 E. Front Street, Suite 300, Missoula, MT 59802

Signature: Amy M. Kwiatkowski  
*(Shall be executed by an organizer.)*

Date: 03/08/2012  
*(mm/dd/yyyy)*

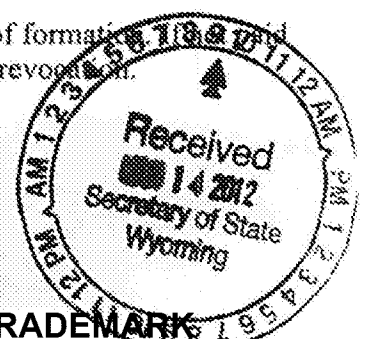
Print Name: Amy M. Kwiatkowski, Attorney Organizer

Contact Person: Amy M. Kwiatkowski

Daytime Phone Number: 313-223-3137 Email: AKwiatkowski@dickinsonwright.com

**Other Requirements:**

- An annual report will be due annually on the first day of the anniversary month of formation. If, on the first day of the anniversary month, the entity is not in good standing, within sixty (60) days from the due date, the entity will be subject to dissolution/revocation.



**ATTACHMENT TO  
ARTICLES OF ORGANIZATION  
OF  
BARRETT PRODUCTIONS, LLC**

The following Articles are attached to and a part of the Articles of Organization of Barrett Productions, LLC.

**ARTICLE 5**

Barrett Productions, LLC has been converted from a corporation to a limited liability company. Its former name was Barrett Productions, Inc. Barrett Productions, Inc. was incorporated in Wyoming on June 22, 1992. The conversion was approved by the vote of the sole shareholder of Barrett Productions, Inc.

**ARTICLE 6**

The effective date of the filing of the Articles of Organization of Barrett Productions, LLC is April 1, 2012.



**Wyoming Secretary of State**  
 State Capitol Building, Room 110  
 200 West 24<sup>th</sup> Street  
 Cheyenne, WY 82002-0020  
 Ph. 307.777.7311  
 Fax 307.777.5339  
 Email: [Business@wyo.gov](mailto:Business@wyo.gov)

**Consent to Appointment by Registered Agent**

I, C T Corporation System, registered office located at  
*(name of registered agent)*

1720 Carey Avenue, Suite 200, Cheyenne, WY 82001 voluntarily consent to serve

\* *(registered office physical address, city, state & zip)*

as the registered agent for Barrett Productions, LLC  
*(name of business entity)*

I hereby certify that I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Signature: *Kathy Willis*  
*(Shall be executed by the registered agent.)*

Date: 03/14/2012  
*(mm/dd/yyyy)*

Print Name: Kathy Willis Daytime Phone: 307-632-0541

Title: Special Assistant Secretary Email: \_\_\_\_\_

Registered Agent Mailing Address (if different than above): \_\_\_\_\_

**\*If this is a new address, complete the following:**

Previous Registered Office(s): \_\_\_\_\_

- I hereby certify that:
- After the changes are made, the street address of my registered office and business office will be identical.
  - This change affects every entity served by me and I have notified each entity of the registered office change.
  - I certify that the above information is correct and I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Signature: \_\_\_\_\_  
*(Shall be executed by the registered agent.)*

Date: \_\_\_\_\_  
*(mm/dd/yyyy)*

**Checklist**  
 Submit one **originally signed** consent to appointment and one exact photocopy.

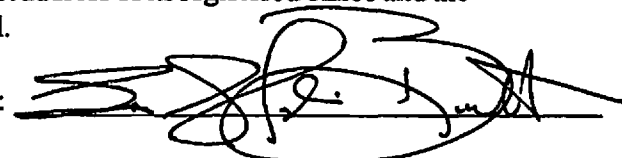
STATEMENT OF CHANGE  
OF  
REGISTERED AGENT/REGISTERED OFFICE

Wyoming Secretary of State  
The Capitol Building, Room 110  
200 W. 24th Street  
Cheyenne, WY 82002-0020

Phone (307) 777-7311/7312  
Fax (307) 777-5339  
E-mail: corporations@state.wy.us

1. The name of the corporation is: Barrett Productions, Inc.
2. The street address of its **current** registered office is: 1325 Apine Avenue, Cody, WY 82414
3. The street address of its **new** registered office is: 1720 Carey Avenue, Cheyenne, Wyoming 82001
4. The name of its **current** registered agent is: Janet Barrett
5. The name of its **new** registered agent is: C T Corporation System
6. That, after the change or changes are made, the street address of its registered office and the business office of its registered agent will be identical.

Date: 3/18/08 JK

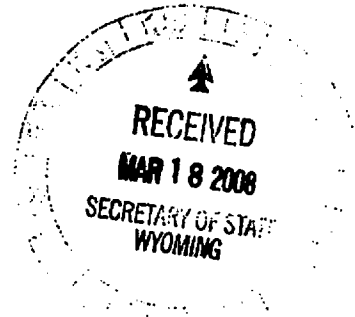
Signed: 

Title: Vice President - Secretary/Treasurer  
(May be executed by Chairman of Board, President or another of its officers.)

\*\*\*\*\*

Filing Fee: No Fee

raroach - Revised 10/2006



**CONSENT TO APPOINTMENT  
BY REGISTERED AGENT**

Wyoming Secretary of State  
Corporations Division  
The State Capitol Building  
Cheyenne, WY 82002-0020

Phone (307) 777-7311/7312  
Fax (307) 777-5339  
E-mail: corporations@state.wy.us

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I, CT Corporation System, voluntarily consent to serve as the  
registered agent for Barrett Productions, Inc.  
on the date shown below.

The registered agent certifies that he is: (circle one)

- (a) *An individual who resides in this state and whose business office is identical with the registered office;*
- (b) *A domestic corporation or not-for-profit domestic corporation whose business office is identical with the registered office; or*
- (c) *A foreign corporation or not-for-profit foreign corporation authorized to transact business in this state whose business office is identical with the registered office.*

Dated this 18th day of March, 2008.

  
\_\_\_\_\_  
Signature of Registered Agent

Revised: 5/2000

TRADEMARK  
REEL: 004968 FRAME: 0386



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WYOMING  
SECRETARY OF STATE

Secretary of State  
State of Wyoming  
The Capitol  
Cheyenne, WY 82002-0020

92-274515 LL

**APPLICATION FOR CERTIFICATE OF REINSTATEMENT  
FOLLOWING ADMINISTRATIVE DISSOLUTION def. 1999**


A corporation administratively dissolved under W.S. 17-16-1421 may apply to the secretary of state for reinstatement within two (2) years after the effective date of dissolution.

1. The name of the corporation is: BARRETT PRODUCTIONS, INC.
2. The effective date of its administrative dissolution was: 6-23-99
3. A statement that the ground or grounds for dissolution either did not exist or have been eliminated:  
Annual Reports for 1998 + 1999 have been filed.

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4. The corporation's name satisfies the requirements of W.S. 17-16-401.

Date: 11-5-99

Signed: 

RECEIVED  
WYOMING  
SECRETARY OF STATE  
NOV 16 AM 9:38

Filing Fee: \$25.00

The document may be executed by Chairman of Board, President or another of its officers.

If the corporation was administratively dissolved for failure to file its annual reports and pay the annual license taxes, the delinquent reports must accompany this form along with double the license tax for each delinquent year.

The document shall be accompanied by one (1) exact or conformed copy.

# State of Wyoming

## Office of the Secretary of State

United States of America,  
State of Wyoming } ss.

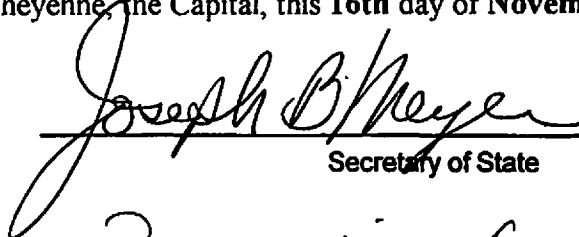
I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that the certificate of dissolution for the corporation listed below has been canceled and this corporation has been reinstated effective November 16, 1999 as the grounds for administrative dissolution have been eliminated pursuant to W.S. 17-16-1422.

### CERTIFICATE OF REINSTATEMENT

OF

... BARRETT PRODUCTIONS, INC. ...

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 16th day of November A.D., 1999.

  
\_\_\_\_\_  
Secretary of State

By   
\_\_\_\_\_

TRADEMARK

REEL: 004968 FRAME: 0388

FILED

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Secretary of State  
State of Wyoming  
State Capitol  
Cheyenne, Wyoming 82002-0020

WYOMING  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
FOR  
BARRETT PRODUCTIONS, INC.

I. Corporate Name:

BARRETT PRODUCTIONS, INC.

II. Number and class of shares which the corporation is authorized to issue that together have unlimited voting rights:

50,000

Number and class of shares which are entitled to receive the net assets of the corporation upon dissolution:

50,000 of Common Stock


III. The registered agent and street address of its registered office are:

Janet Barrett  
1325 Apine Avenue  
Cody, WY 82414

IV. The name and address of the incorporator is:

John Barrett  
1316 Beck Avenue  
Cody,, WY 82414

DATED this 13 day of August, 1991.

  
\_\_\_\_\_  
John Barrett

STATE OF WYOMING  
Secretary of State  
I hereby certify that this is a true  
and complete copy of the document  
as filed in this office.

*My Merrill*  
Secretary of State

By: *Rosalie Gourdeau*  
Date: *January 7, 2013*

Schedule A:  
Trademarks

Trademark	Trademark Image	App. No. / Reg. No.	Country	Status	International Class(es)
INSIDE AMERICA'S NATIONAL PARKS		77414871 3523761	United States	REGISTERED	41
DESTINATION OUTDOORS		77414854 3523759	United States	REGISTERED	9
DESTINATION OUTDOORS		77414488 3523756	United States	REGISTERED	41
FLY FISHING AMERICA		77414477 3605165	United States	REGISTERED Section 2(F)	9
FLY FISHING AMERICA		77414485 3605166	United States	REGISTERED Section 2(F)	41
FLY FISHING THE WORLD		77414472 3526980	United States	REGISTERED Section 2(F)	9
FLY FISHING THE WORLD		77414475 3526981	United States	REGISTERED Section 2(F)	41
INSIDE AMERICA'S NATIONAL PARKS		77414863 3523760	United States	REGISTERED	9