

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM398341

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/15/2016		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The National Walleye Tour LLC		07/15/2016	Limited Liability Company: TEXAS
Texas Team Trail LLC		07/15/2016	Limited Liability Company: TEXAS
Inshore Fishing Association LLC		07/15/2016	Limited Liability Company: TEXAS
RECEIVING PARTY DATA			
Name:	Outdoor TeamWorks, LLC		
Street Address:	2500 E. Kearney Street		
City:	Springfield		
State/Country:	MISSOURI		
Postal Code:	65898		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	87033454	TEXAS TEAM TRAIL	
Serial Number:	87033500	IFA REDFISH TOUR	
Serial Number:	87033548	NWT NATIONAL WALLEYE TOUR	
CORRESPONDENCE DATA			
Fax Number:	4159831200		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	415-983-1802		
Email:	sftrademarks@pillsburylaw.com		
Correspondent Name:	Richard L.Kirkpatrick		
Address Line 1:	Calendar/Docketing Department		
Address Line 2:	P.O. Box 2824		
Address Line 4:	San Francisco, CALIFORNIA 94126-2824		
NAME OF SUBMITTER:	Richard L. Kirkpatrick		
SIGNATURE:	/richard kirkpatrick/		

CH \$90.00 87033454

DATE SIGNED:

09/13/2016

Total Attachments: 15

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Office of the Secretary of State

July 18, 2016

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE:
Outdoor TeamWorks, LLC (File Number: 801474826)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Inshore Fishing Association LLC
Domestic Limited Liability Company (LLC)
[File Number: 801677645]

The National Walleye Tour LLC
Domestic Limited Liability Company (LLC)
[File Number: 801677638]

Carolina Team Trail LLC
Domestic Limited Liability Company (LLC)
[File Number: 802091207]

Texas Team Trail LLC
Domestic Limited Liability Company (LLC)
[File Number: 801712615]

Into

Outdoor TeamWorks, LLC
Domestic Limited Liability Company (LLC)
[File Number: 801474826]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 07/15/2016

Effective: 07/15/2016

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Carlos H. Cascos
Secretary of State

Office of the Secretary of State



Carlos H. Cascos

Carlos H. Cascos
Secretary of State

Form 623
(Revised 12/15)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: see instructions



**Parent-Subsidiary
Certificate of Merger
Business Organizations Code**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

JUL 15 2016

Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

Parent

Outdoor TeamWorks, LLC

Name of Organization

The organization is a limited liability company It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX

The file number, if any, is 0801474826

State

Country

Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address

City

State Country

Subsidiary 1

See attached Exhibit A.

Name of Organization

The organization is a: _____ It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is _____

State

Country

Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address

City

State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

<i>Number of ownership interests outstanding</i>	<i>Class</i>	<i>Series</i>	<i>Number owned by parent</i>	<i>Percentage Owned</i>
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The organization will survive the merger.

The organization will not survive the merger.

Subsidiary 2

Name of Organization

The organization is a: _____ It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is: _____

State _____ Country _____ Texas Secretary of State file number _____

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address _____ City _____ State _____ Country _____

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

The organization will survive the merger. The organization will not survive the merger.

Subsidiary 3

Name of Organization

The organization is a: _____ It is organized under the laws of: _____
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is: _____

State _____ Country _____ Texas Secretary of State file number _____

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address _____ City _____ State _____ Country _____

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

The organization will survive the merger. The organization will not survive the merger.

Resolution of Merger

A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on July 1, 2016
mm/dd/yyyy

Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 _____ Jurisdiction _____ Entity Type (See instructions) _____

Principal Place of Business Address _____ City _____ State _____ Zip Code _____

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

Effectiveness of Filing (Select either A, B, or C.)

- A. [X] This document becomes effective when the document is accepted and filed by the secretary of state.
B. [] This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is:
C. [] This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is:

The following event or fact will cause the document to take effect in the manner described below:

Text Area

[Empty rectangular box for text area]

Tax Certificate

- [X] Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
[] In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the parent organization, to execute the filing instrument.

Date: _____

Outdoor Team Works, LLC
Parent Organization Name
Signature of authorized person (see instructions)
James A. Hagale
Printed or typed name of authorized person

Handwritten initials: CW 7-16

Exhibit A

Subsidiary 1

- **Name of Organization:** Carolina Team Trail LLC
- **State of Jurisdiction:** Texas
- The organization is a limited liability company.
- **File Number:** 0802091207
- **Ownership Interests:** 100% owned by Outdoor TeamWorks, LLC (Parent)
- The organization will not survive the merger.

Subsidiary 2

- **Name of Organization:** Inshore Fishing Association LLC
- **State of Jurisdiction:** Texas
- The organization is a limited liability company.
- **File Number:** 0801677645
- **Ownership Interests:** 100% owned by Outdoor TeamWorks, LLC (Parent)
- The organization will not survive the merger.

Subsidiary 3

- **Name of Organization:** The National Walleye Tour LLC
- **State of Jurisdiction:** Texas
- The organization is a limited liability company.
- **File Number:** 0801677638
- **Ownership Interests:** 100% owned by Outdoor TeamWorks, LLC (Parent)
- The organization will not survive the merger.

Subsidiary 4

- **Name of Organization:** Texas Team Trail LLC
- **State of Jurisdiction:** Texas

- The organization is a limited liability company.
- **File Number:** 0801712615
- **Ownership Interests:** 100% owned by Outdoor TeamWorks, LLC (Parent)
- The organization will not survive the merger.



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

Comptroller.Texas.Gov

July 15, 2016

CAROLINA TEAM TRAIL LLC
1982 STATE ROAD 44 # 197
NEW SMYRNA BEACH FL 32168-8349

Certificate of Account Status


THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Glenn Hegar, Comptroller of Public Accounts of the State of Texas, DO HEREBY CERTIFY that according to the records of this office

CAROLINA TEAM TRAIL LLC

has filed all required reports for taxes administered by the Comptroller under Title 2, Tax Code, and taxes reported due on those reports have been paid. This certificate must be filed with the Texas Secretary of State to legally end the entity's existence in Texas. This certificate is valid through December 31, 2016.

GIVEN UNDER MY HAND AND SEAL
OF OFFICE in the City of
Austin, this 15th day of
July, 2016 A.D.


Glenn Hegar
Texas Comptroller

Taxpayer number: 32055539509
File number: 0802091207

NOTE: Failure by registered Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this certificate will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and all out-of-state entities are responsible for franchise tax through the last date of business in this state.



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

Comptroller.Texas.Gov

July 15, 2016

INSHORE FISHING ASSOCIATION LLC
1982 STATE ROAD 44 C/O PMB 197
NEW SMYRNA BEACH FL 32168-8349

Certificate of Account Status

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Glenn Hegar, Comptroller of Public Accounts of the State of Texas, DO HEREBY CERTIFY that according to the records of this office

INSHORE FISHING ASSOCIATION LLC

has filed all required reports for taxes administered by the Comptroller under Title 2, Tax Code, and taxes reported due on those reports have been paid. This certificate must be filed with the Texas Secretary of State to legally end the entity's existence in Texas. This certificate is valid through December 31, 2016.

GIVEN UNDER MY HAND AND SEAL
OF OFFICE in the City of
Austin, this 15th day of
July, 2016 A.D.


Glenn Hegar
Texas Comptroller

Taxpayer number: 32049383527
File number: 0801677645

NOTE: Failure by registered Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this certificate will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and all out-of-state entities are responsible for franchise tax through the last date of business in this state.



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

Comptroller.Texas.Gov

July 15, 2016

THE NATIONAL WALLEYE TOUR LLC
1982 STATE ROAD 44 # 197
NEW SMYRNA FL 32168-8349

Certificate of Account Status

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Glenn Hegar, Comptroller of Public Accounts of the State of Texas, DO HEREBY CERTIFY that according to the records of this office

THE NATIONAL WALLEYE TOUR LLC

has filed all required reports for taxes administered by the Comptroller under Title 2, Tax Code, and taxes reported due on those reports have been paid. This certificate must be filed with the Texas Secretary of State to legally end the entity's existence in Texas. This certificate is valid through December 31, 2016.

GIVEN UNDER MY HAND AND SEAL
OF OFFICE in the City of
Austin, this 15th day of
July, 2016 A.D.


Glenn Hegar
Texas Comptroller

Taxpayer number: 32049383576
File number: 0801677638

NOTE: Failure by registered Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this certificate will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and all out-of-state entities are responsible for franchise tax through the last date of business in this state.



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

Comptroller.Texas.Gov

July 15, 2016

TEXAS TEAM TRAIL LLC
1982 STATE ROAD 44 STE 197
NEW SMYRNA FL 32168-8349

Certificate of Account Status


THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Glenn Hegar, Comptroller of Public Accounts of the State of Texas, DO HEREBY CERTIFY that according to the records of this office

TEXAS TEAM TRAIL LLC

has filed all required reports for taxes administered by the Comptroller under Title 2, Tax Code, and taxes reported due on those reports have been paid. This certificate must be filed with the Texas Secretary of State to legally end the entity's existence in Texas. This certificate is valid through December 31, 2016.

GIVEN UNDER MY HAND AND SEAL
OF OFFICE in the City of
Austin, this 15th day of
July, 2016 A.D.


Glenn Hegar
Texas Comptroller

Taxpayer number: 32049878161
File number: 0801712615

NOTE: Failure by registered Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this certificate will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and all out-of-state entities are responsible for franchise tax through the last date of business in this state.

**ACTION OF THE SOLE MEMBER OF
OUTDOOR TEAMWORKS, LLC
TAKEN BY WRITTEN CONSENT IN LIEU OF A MEETING**

July 1, 2016

The undersigned, being the sole member of Outdoor TeamWorks, LLC, a Texas limited liability company (the "Company"), acting pursuant to Section 101.359 of the Texas Business Organizations Code (the "TBOC"), as amended, hereby consents to and adopts the following resolutions as the actions of the sole member of the Company (the "Sole Member") in lieu of a meeting, and hereby directs that this written consent be filed with the Secretary of the Company and be maintained in the Company's records.

Approval of Merger

WHEREAS, the Sole Member is the sole member of the Company, and the Company is member managed by the Sole Member;

WHEREAS, the Sole Member has determined that a merger of Carolina Team Trail, LLC, a Texas limited liability company and a wholly-owned subsidiary of the Company ("Carolina"), with and into the Company, with the Company being the surviving company, pursuant to Section 10.006 of the TBOC, is in the best interests of the Company, (the "Carolina Merger");

WHEREAS, the Sole Member has determined that a merger of Inshore Fishing Association, LLC, a Texas limited liability company and a wholly-owned subsidiary of the Company ("Fishing"), with and into the Company, with the Company being the surviving company, pursuant to Section 10.006 of the TBOC, is in the best interests of the Company, (the "Fishing Merger");

WHEREAS, the Sole Member has determined that a merger of Texas Team Trail, LLC, a Texas limited liability company and a wholly-owned subsidiary of the Company ("Texas"), with and into the Company, with the Company being the surviving company, pursuant to Section 10.006 of the TBOC, is in the best interests of the Company, (the "Texas Merger");

WHEREAS, the Sole Member has determined that a merger of The National Walleye Tour, LLC, a Texas limited liability company and a wholly-owned subsidiary of the Company ("Walleye"), with and into the Company, with the Company being the surviving company, pursuant to Section 10.006 of the TBOC, is in the best interests of the Company, (the "Walleye Merger");

NOW BE IT RESOLVED, that the Carolina Merger, the Fishing Merger, the Texas Merger, and the Walleye Merger (collectively, the "Mergers") are hereby approved in all respects;

FURTHER RESOLVED, that the officers of the Company be, and hereby are, directed to execute and deliver a certificate of merger (the "Certificate of Merger") to merge Carolina, Fishing, Texas, and Walleye (collectively, the "Subsidiaries") into the Company, to assume all of the liabilities and obligations of the Subsidiaries, to cause the Certificate of Merger to be filed with the Secretary of State of the State of Texas, and to carry out all actions necessary or proper to affect the Merger; and

FURTHER RESOLVED, that the proper officers, agents and representatives of the Company are, and each of them is, hereby authorized and directed, on behalf and in the name of the Company, to execute and deliver all certificates, amendments or other documents as they or any of them deem necessary or convenient to effect the foregoing resolutions, and all action previously taken by the officers of the Company in connection with the subject of these resolutions is approved, ratified and confirmed in all respects.

[signature page follows]

IN WITNESS WHEREOF, the undersigned being the sole member has executed this written consent effective as of the date first written above.

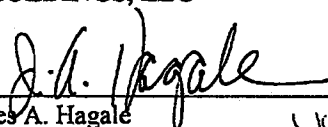
SOLE MEMBER:

FISHING HOLDINGS, LLC

By: _____

Name: James A. Hagale

Title: President



UAW
7-1-16

(Signature Page to Outdoor TeamWorks, LLC Resolution of Sole Member – Short Form Merger)