

10-17-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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RE



102576457

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Sport Service, Inc. **10-15-03**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____ Indiana

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: MainGate, Inc.
Internal Address: _____
Street Address: 1175 Western Drive
City: Indianapolis State: IN Zip: 46241

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Indiana
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 11/21/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/448,832
B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Krieg DeVault LLP
Internal Address: ATTN: Justin L. Sage

10/16/2003 **01 FC:8521** **ECBPER 00000118 76448832** **40.00**

Street Address: One Indiana Square
Suite 2800

City: Indianapolis State: IN Zip: 46204

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00


Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

2003 OCT 15 AM 8:17
OPR/FINANCE

DO NOT USE THIS SPACE

9. Signature.

Justin L. Sage  10/10/2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002845 FRAME: 0854

SPORT SERVICE, INC.

ARTICLES OF AMENDMENT
OF THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION

INDIANA SECRETARY
OF STATE
NOV 21 PM 4:24

APPROVED
AND
FILED
IND. SECRETARY OF STATE

Sport Service, Inc. (the "Corporation"), existing pursuant to the Indiana Business Corporation Law, as amended, desiring to give notice of corporate action effectuating the amendment of its Amended and Restated Articles of Incorporation, hereby sets forth the following facts:

ARTICLE I

Amendment

The exact text of Article I of the Amended and Restated Articles of Incorporation of the Corporation is now as follows:

"ARTICLE I
Name

The name of the Corporation is "MainGate, Inc."

ARTICLE II

Manner of Adoption and Vote

Section 1. The Board of Directors of the Corporation unanimously adopted a resolution on October 16, 2002, approving the foregoing amendment to the Amended and Restated Articles of Incorporation of the Corporation and proposing that such amendment be submitted to the sole shareholder of the Corporation for approval.

Section 2. The sole shareholder of the Corporation entitled to vote with respect to the amendment to the Amended and Restated Articles of Incorporation of the Corporation duly approved and adopted such amendment at a special meeting held on November 13, 2002. The result of the vote of the sole shareholder is as follows:

Designation of Shares Entitled to Vote:	Common Stock
Number of Shares Entitled to Vote:	464,595.355
Number of Shares Represented at the Meeting:	464,595.355
Number of Shares Voted in Favor:	464,521.227
Number of Shares Voted Against:	74.128
Number of Shares Abstaining:	-0-
Number of Shares Not Voted:	-0-

ARTICLE III

Compliance with Legal Requirements

The manner of the adoption of the foregoing amendment to the Amended and Restated Articles of Incorporation of the Corporation and the manner by which it was adopted constitute full legal compliance with the provisions of the Indiana Business Corporation Law, the Articles of Incorporation, and the By-Laws of the Corporation.

The undersigned officer of the Corporation hereby verifies, subject to the penalties for perjury, that the statements contained are true effective as of the 20th day of November, 2002.

SPORT SERVICE, INC.

By: Thomas J. Brazill
Thomas J. Brazill, President

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**RECITALS AND RESOLUTION OF THE BENEFITS COMMITTEE
UNDER THE SPORT SERVICE, INC. EMPLOYEE STOCK OWNERSHIP
AND SALARY SAVINGS 401(k) PLAN FOR AMENDMENT TO THE ARTICLES OF
INCORPORATION TO CHANGE ITS CORPORATE NAME**

The undersigned, constituting all of the members of the Benefits Committee ("Committee") under the Sport Service, Inc. Employee Stock Ownership and Salary Savings 401(k) Plan and its related Trust ("ESOP"), hereby adopt the following Recitals and Resolutions and the actions specified to be taken thereunder:

WHEREAS, Sport Service, Inc. (the "Company") has scheduled a Special Meeting of the Sole Shareholder on November 13, 2002, and has sent the required notice of the Special Meeting to the ESOP, as the sole shareholder of the Company, as well as to all of the participants in the ESOP; and

WHEREAS, the only item on the agenda for the Special Meeting is the amendment of the Company's Articles of Incorporation to change its corporate name; and

WHEREAS, the Trustee has received instructions from the ESOP participants regarding how to vote their allocated shares; and

WHEREAS, Section 14.3 of the ESOP requires the Committee to direct the Trustee of the ESOP as to the voting of all of the shares (i) that are allocated to participants' ESOP accounts but for which no voting instruction card was received, and (ii) which have not been allocated to participants' ESOP accounts; and

WHEREAS, the Committee has determined that the Company should amend its Articles of Incorporation to change its corporate name to "MainGate, Inc."; and

WHEREAS, the Committee has independently determined, in its best judgment and in good faith, that it is in the best interest of the Company and the ESOP participants to vote all of the shares (i) for which no voting instruction card was received, and (ii) which have not been allocated to participants' ESOP accounts, in favor of amending the Company's Articles of Incorporation to change its corporate name to "MainGate, Inc."

NOW, THEREFORE, BE IT RESOLVED, that the Committee hereby authorizes Regan A. Roberts to direct the Trustee of the ESOP to vote, subject to the fiduciary responsibility requirements contained in the Employee Retirement Income Securities Act, all of the shares (i) for which no voting instruction card

was received, and (ii) which have not been allocated to participants' ESOP accounts, IN FAVOR of amending the Company's Articles of Incorporation to change its corporate name to "MainGate, Inc."

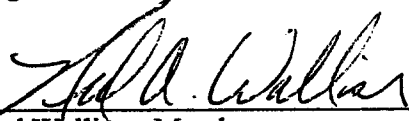
IN WITNESS WHEREOF, the undersigned, constituting all of the members of the Committee, have hereunto set their hands this 13 day of NOV., 2002.



Thomas J. Brazill, Member



Regan A. Roberts, Member



Ned Walliser, Member

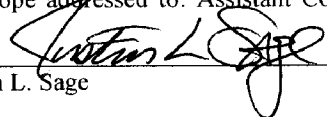
IM-430460_1.DOC

KRIEG · DEVAULT LLP
ATTORNEYS AT LAW

October 10, 2003

Justin L. Sage
Direct Dial: (317) 238-6263
E-mail: jsage@kdlegal.com
Admitted: U.S. Patent & Trademark Office

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class Mail in an envelope addressed to: Assistant Commissioner for Trademarks, Box Assignments, Washington, D.C. 20231 on October 10, 2003.


Justin L. Sage

Commissioner of Patents and Trademarks
BOX ASSIGNMENTS
Washington, D.C. 20231

RE: Assignment of United States Trademark Application

Dear Commissioner:

Enclosed please find the following documents submitted for recordation with The Patent and Trademark Office:

1. Recordation Form Cover Sheet - Trademarks Only; and
2. One (1) copy of each of a Certificate of Amended and Restated Article from the State of Indiana Office of the Secretary of State, the Articles of Amendment of the Amended and Restated Articles of Incorporation filed with the State of Indiana Office of the Secretary of State, and Recitals and Resolutions for Amendment to the Articles of Incorporation to Change Corporate Name.

Please record these documents, and return the post card file-stamped to my attention. A check in the amount of Forty Dollars (\$40.00) is enclosed in satisfaction of the recording fee associated with these documents.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,


Justin L. Sage

Enclosures

KD_IM-496182_1

ONE INDIANA SQUARE, SUITE 2800 • INDIANAPOLIS, INDIANA 46204-2079

PHONE 317.636.4341 FAX 317.636.1507 E-MAIL krieg@kdlegal.com WEB SITE www.kriegdevault.com


MERITAS
LAW FIRMS WORLDWIDE

KRIEG DEVAULT ALEXANDER & CAPEHART, LLP
INDIANAPOLIS • FORT WAYNE • HAMMOND

TRADEMARK
REEL: 002845 FRAME: 0859

State of Indiana
Office of the Secretary of State

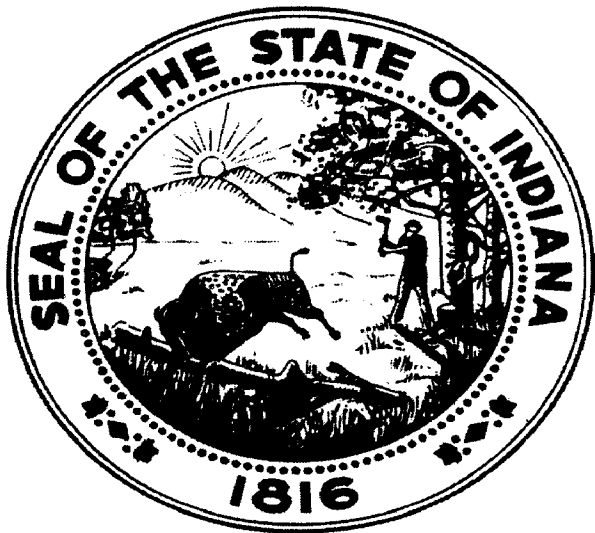
CERTIFICATE OF AMENDED AND RESTATED ARTICLES
of
SPORT SERVICE, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Amended and Restated Articles of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

MAINGATE, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, November 21, 2002.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 21, 2002.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

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