

06-02-2000



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TRADEMARK

Attorney Docket No.: ORLIMAR-04174

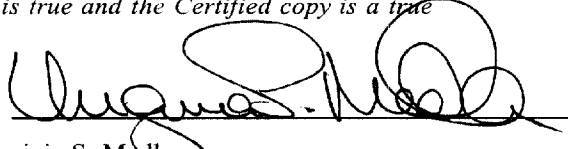
RECORDATION FORM FOR
CERTIFICATE OF MERGER

RECORDATION FORM COVER SHEET

U.S. Department of Commerce
Patent and Trademark Office

TRADEMARKS

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

<p>1. Name of conveying party(ies): 4-7-00 ORLIMAR GOLF EQUIPMENT COMPANY, LLC</p> <p>Additional name(s) of conveying party(ies) attached? No</p>	<p>2. Name and address of receiving party(ies): ORLIMAR GOLF COMPANY 30826 Santana Street Hayward, California 94544</p> <p>Additional name(s) & address(es) attached? No</p>		
<p>3. Nature of conveyance: Name Change (via merger) Execution Date: December 22, 1999</p>	<p>APR 7 2000</p>		
<p>4. Applications/Registrations Affected</p> <table border="1"> <tr> <td data-bbox="81 695 803 911"> <p>Trademark Application numbers: See attached</p> </td> <td data-bbox="803 695 1526 911"> <p>Trademark Registration Numbers: See attached</p> </td> </tr> </table> <p>Additional numbers attached? yes</p>		<p>Trademark Application numbers: See attached</p>	<p>Trademark Registration Numbers: See attached</p>
<p>Trademark Application numbers: See attached</p>	<p>Trademark Registration Numbers: See attached</p>		
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Virginia S. Medlen MEDLEN & CARROLL, LLP 220 Montgomery Street, Suite 2200 San Francisco, California 94104</p>	<p>6. Total number of applications and registrations involved: 36</p>		
	<p>7. Total fees: A check in the amount of \$915.00 is enclosed to cover recordation fee for 36 marks (\$40.00 for 1st mark + \$25.00 per subsequent mark (35)).</p>		
	<p>8. Deposit Account Authorization: The Commissioner is hereby authorized to charge any additional fees or credit any overpayment to Deposit Account No. 08-1290. An originally executed duplicate of this transmittal is enclosed for this purpose.</p>		
<p>DO NOT USE THIS SPACE</p>			
<p>9. Statement and Signature: <i>To the best of my knowledge and belief, the foregoing information is true and the Certified copy is a true copy of the original certificate of merger.</i></p> <p>Date: <u>April 4, 2000</u></p> <p>Signature: </p> <p>Name: <u>Virginia S. Medlen</u></p> <p>Reg. No.: <u>32,050</u></p> <p>05/31/2000 DNGUYEN 00000255 75354481</p> <p>01 FC:481 40.00 OP 02 FC:482 875.00 OP</p> <p>Total number of pages including cover sheet, attachments, and document: 7</p>			

Applications/Registrations Affected

Registration No.	Registration Date	Application No.	Application Date	Docket No.
		75/354,481	09/10/97	ORLIMAR-04113
		75,501,358	06/12/98	ORLIMAR-04121
		75/562,707	10/01/99	ORLIMAR-04122
2,298,148	12/04/99	75/579,496	10/29/98	ORLIMAR-04125
		75/560,535	09/28/98	ORLIMAR-04126
2,319,580	02/15/00	75/694,367	04/30/99	ORLIMAR-04127
		75/701,439	10/01/99	ORLIMAR-04128
		75/681,774	04/13/99	ORLIMAR-04129
2,332,872	03/21/00	75/708,641	05/18/99	ORLIMAR-04130
		75/731,933	06/18/99	ORLIMAR-04131
		75/772,962	10/10/99	ORLIMAR-04132
		75/772,965	08/10/99	ORLIMAR-04133
		75/772,963	08/10/99	ORLIMAR-04134
		75/762,292	07/28/99	ORLIMAR-04135
		75/808,287	09/24/99	ORLIMAR-04136
		75/841,265	11/04/99	ORLIMAR-04137
		75/793,421	09/07/99	ORLIMAR-04139
		75/808,435	09/23/99	ORLIMAR-04140
1,558,172	09/26/89	73/720,133	04/01/88	ORLIMAR-04142
1,973,659	05/14/96	74/601,455	11/21/94	ORLIMAR-04143
1,514,730	11/29/88	73/719,121	03/28/88	ORLIMAR-04145
2,087,314	08/12/97	75/107,078	05/20/96	ORLIMAR-04146
2,091,352	08/26/97	75/177,211	10/04/96	ORLIMAR-04147
2,196,718	10/13/98	75/354,482	09/10/97	ORLIMAR-04148
		75/562,706	10/01/98	ORLIMAR-04149
		75/353,792	09/08/97	ORLIMAR-04150
2,300,636	12/14/99	75/407,924	12/19/97	ORLIMAR-04151

Registration No.	Registration Date	Application No.	Application Date	Docket No.
2,257,243	06/29/99	75/508,845	06/25/98	ORLIMAR-04152
1,534,464	04/11/89	73/719,122	03/28/98	ORLIMAR-04154
1,556,973	09/19/89	73/719,123	03/28/88	ORLIMAR-04155
1,514,729	11/29/88	73/719,120	03/28/99	ORLIMAR-04156
1,511,898	11/08/88	73/719,323	03/28/88	ORLIMAR-04157
		75/848,458	11/15/99	ORLIMAR-04176
		75/929,496	02/28/00	ORLIMAR-04221
		75/929,490	02/28/00	ORLIMAR-04227
2,301,855	12/21/99	75/543,777	08/26/98	ORLIMAR-04296

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ORLIMAR GOLF EQUIPMENT COMPANY LLC", A CALIFORNIA LIMITED LIABILITY COMPANY,

WITH AND INTO "ORLIMAR GOLF COMPANY" UNDER THE NAME OF "ORLIMAR GOLF COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0305083

DATE: 03-09-00

TRADEMARK
REEL: 002086 FRAME: 0096

CERTIFICATE OF MERGER

OF

**ORLIMAR GOLF EQUIPMENT COMPANY LLC,
A CALIFORNIA LIMITED LIABILITY COMPANY**

INTO

**ORLIMAR GOLF COMPANY,
A DELAWARE CORPORATION**

Orlimar Golf Company, a Delaware corporation, DOES HEREBY CERTIFY:

FIRST: That the name and state of domicile of each of the constituent entities participating in the merger are as follows:

- (a) Orlimar Golf Equipment Company LLC (the "California LLC"), which is organized as a limited liability company under the laws of the State of California; and
- (b) Orlimar Golf Company, (the "Delaware Corporation"), which is incorporated under the laws of the State of Delaware.

SECOND: That an Agreement and Plan of Merger (the "Agreement of Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the applicable provisions of Section 264 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving entity (the "Surviving Corporation") shall be Orlimar Golf Company, a Delaware corporation.

FOURTH: That the Certificate of Incorporation of the Delaware Corporation shall continue to be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That an executed copy of the Agreement of Merger is on file at an office of the Surviving Corporation, the address of which is as follows:

30826 Santana Street
Hayward, California 94544


SIXTH: That a copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Delaware Corporation or any former member of the California LLC.

SEVENTH: That this Certificate of Merger shall become effective on December 22

1999.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger on behalf of Orlimar Golf Company on this 22 day of December 1999.

Orlimar Golf Company
a Delaware corporation

By: 
David M. Dodan, Vice-President and Chief
Financial Officer