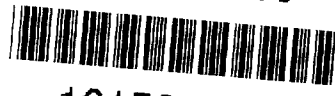


11-03-2000

by Docket No.BSPS56213

FORM PTO-1594

RECORDATION
TRAC



U.S. DEPT. OF COMMERCE
AND TRADEMARK OFFICE

101504276

To The Honorable Commissioner of Patents and Trademarks: Please receive... documents or copy thereof.

1. Name of conveying party(ies): **10.25.00**
BASS PRO TRADEMARKS, L.P.

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

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

2. Name and address of receiving party(ies):

Name: **BASS PRO TRADEMARKS, L.L.C.**

Internal Address:

Street Address: **1340 East Woodhurst**

City: **Springfield** State: **MO** Zip: **65804**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation--State
 Other: Limited Liability Company - Missouri

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: **December 25, 1999**

4. Application number(s) or registration number(s):

A. Trademark Application No(s):
SEE ATTACHMENT "B"

B. Trademark Registration No(s):
SEE ATTACHMENT "A"

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **William B. Kircher**

Internal Address: **Shook, Hardy & Bacon L.L.P.
 One Kansas City Place**

Street Address: **1200 Main Street**

City: **Kansas City**

State: **Missouri**

Zip: **64105-2118**

6. Total number of applications and registrations involved **63**

7. Total fee (37 CFR 3.41) **\$1,590.00**

Enclosed
 Authorized to be charged to deposit account

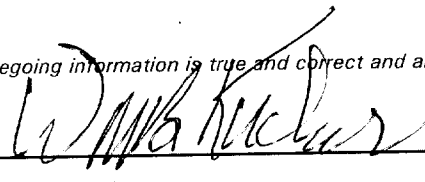
8. Deposit Account No.: **19-2112**

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William B. Kircher  **10/18/2000**

Name of person signing: _____ Signature _____ Date _____

Total number of pages including cover sheet, attachments, and document: 7

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

EXHIBIT "A"

Additional Registration Numbers for
Recordal of Change of Name
Bass Pro Trademarks, L.P. to Bass Pro Trademarks, L.L.C..

Registration Numbers

0,157,633	1,481,715	2,002,894	2,193,039
0,370,063	1,660,447	2,003,159	2,193,041
0,400,396		2,025,204	2,196,679
0,689,146	1,693,238	2,030,655	2,207,865
0,731,113	1,708,847	2,071,417	2,207,956
1,022,739	1,742,353	2,073,535	2,235,524
	1,797,962	2,081,740	2,256,912
1,094,417	1,889,987	2,093,520	2,262,332
1,104,854	1,900,244	2,100,712	2,274,619
1,116,517	1,949,938	2,112,604	
1,172,423	1,950,067	2,138,738	
1,185,872	1,952,297	2,120,188	
1,215,006	1,975,507	2,156,778	
1,255,885	1,976,153	2,169,129	
1,258,330	1,987,646	2,191,778	
1,264,756	1,999,224	2,192,947	
1,264,854	2,000,325	2,192,974	

EXHIBIT "B"

Additional Pending Application Numbers for
Recordal of Change of Name

Bass Pro Trademarks, L.P. to Bass Pro Trademarks, L.L.C..

75/692,749

75/093,527

75/160,755

75/410,436

75/556,798

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

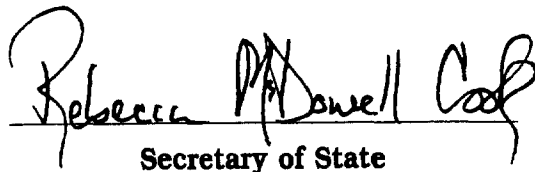
CORPORATION DIVISION

CERTIFICATE OF CORPORATE RECORDS

BASS PRO TRADEMARKS, L.L.C.

I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 3rd day of FEBRUARY, 2000.


Secretary of State



STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF ORGANIZATION
LIMITED LIABILITY COMPANY

WHEREAS,

BASS PRO TRADEMARKS, L.L.C.

FILED ITS ARTICLES OF ORGANIZATION WITH THIS OFFICE ON THE 23RD DAY OF DECEMBER, 1999, AND THAT FILING WAS FOUND TO CONFORM TO THE MISSOURI LIMITED LIABILITY COMPANY ACT;

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE, STATE OF MISSOURI, BY VIRTUE OF AUTHORITY VESTED IN ME BY LAW, DO CERTIFY AND DECLARE THAT ON THE 23RD DAY OF DECEMBER, 1999, THE ABOVE ENTITY IS A LIMITED LIABILITY COMPANY, ORGANIZED IN THIS STATE AND ENTITLED TO ANY RIGHTS GRANTED TO LIMITED LIABILITY COMPANIES.

Effective 12/25/99

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 23RD DAY OF DECEMBER, 1999.

Rebecca McDowell Cook
Secretary of State



\$105.00

ARTICLES OF ORGANIZATION
OF
BASS PRO TRADEMARKS, L.L.C.

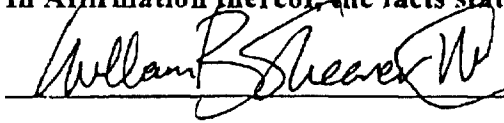
FILED
DEC 23 1999
Thomas M. Dowd
SECRETARY OF STATE

Pursuant to the Missouri Limited Liability Company Act, RSMo. Section 347.125, Bass Pro Trademarks, L.P. is converting to a limited liability company.

1. The former limited partnership is: Bass Pro Trademarks, L.P.
2. The date and place of filing of the initial certificate of limited partnership for the former limited partnership is: December 7, 1993 Missouri.
3. The name of the limited liability company is: Bass Pro Trademarks, L.L.C.
4. The purpose(s) for which the limited liability company is organized: To engage in and transact any lawful business for which a limited liability company may be organized under the Limited Liability Company Act.
5. The name and address of the limited liability company's registered agent in Missouri is:
Charles R. Greene 1340 East Woodhurst Springfield, Missouri 65804
6. The management of the limited liability company is vested in one or more managers: Yes No
7. The events, if any, on which the limited liability company is to dissolve or the number of years the limited liability company is to continue, which may be any number or perpetual: Perpetual
8. The name(s) and address(es) of each organizer:
William B. Shearer III 191 Peachtree Street Atlanta, Georgia 30303
9. For tax purposes, is the limited liability company considered a corporation: Yes No

10. The effective date of this document is the date it is filed with the Secretary of State of Missouri, unless you indicate a future date, as follows: December 25, 1999.

In Affirmation thereof, the facts stated above are true:



William B. Shearer III, Organizer

FILED
DEC 23 1999
Rebecca McDowell Cook
SECRETARY OF STATE