

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/08/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cabela's Incorporated		12/31/2003	CORPORATION: NEBRASKA

RECEIVING PARTY DATA

Name:	Cabela's Incorporated
Street Address:	One Cabela Drive
City:	Sidney
State/Country:	NEBRASKA
Postal Code:	69160
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 84

Property Type	Number	Word Mark
Serial Number:	75485779	ALASKAN GUIDE
Serial Number:	75485840	ALASKAN GUIDE
Serial Number:	75485783	ALASKAN GUIDE
Serial Number:	75324304	ALASKAN GUIDE MODEL
Serial Number:	75023628	ALASKAN GUIDE MODEL
Serial Number:	78136157	ALASKAN OUTFITTER
Serial Number:	74156956	BAERS FEET
Serial Number:	75696537	BARGAIN CAVE
Serial Number:	77047839	BARGAIN CAVE
Serial Number:	74728617	BLACK LABEL
Serial Number:	75707355	BOUNDARY WATERS
Serial Number:	73217776	CABELA'S
Serial Number:	73752778	CABELA'S

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Serial Number:	75241162	CABELA'S SAFARI
Serial Number:	75069184	CABELA'S SIGNATURE
Serial Number:	75689558	DEPTHMASTER
Serial Number:	74800724	DRY PLUS
Serial Number:	74141612	DRY PLUS
Serial Number:	74800507	DRY PLUS
Serial Number:	74604638	DRY-PLUS
Serial Number:	74802051	DRY-PLUS
Serial Number:	75390262	DUNN'S
Serial Number:	75396510	DUNN'S SUPPLY CATALOG SINCE 1950
Serial Number:	78291885	EXPLORATIONS
Serial Number:	75192263	FISH EAGLE
Serial Number:	75119114	GOLD LABEL
Serial Number:	74280895	GUIDEWEAR
Serial Number:	78112038	KING KAT
Serial Number:	78112046	KING KAT
Serial Number:	75221430	LATE SEASON
Serial Number:	73420736	MAG TOUCH
Serial Number:	75281291	MAGNUM LOFT
Serial Number:	75198065	MASTER GUIDE
Serial Number:	75193726	MOUNTAIN HIKERS
Serial Number:	78130983	MOUNTAIN MONARCHS
Serial Number:	75365854	MT050
Serial Number:	78217081	NATIONAL TEAM CHAMPIONSHIP
Serial Number:	73275278	NORTH WIND DECOYS
Serial Number:	78125214	OUR BUSINESS IS OUTFITTING YOUR BUSINESS
Serial Number:	75282015	PINE RIDGE
Serial Number:	75282003	PINE RIDGE
Serial Number:	75978785	PINE RIDGE
Serial Number:	75259379	PLAINSMAN
Serial Number:	74293743	PREMIER NORTHERN
Serial Number:	75787523	PRESTIGE
Serial Number:	75633184	PRO GUIDE
Serial Number:	75136603	PRO LINE
Serial Number:	78112049	PRODIGY

Serial Number:	76140731	RAD SHAD
Serial Number:	75198064	RAINY RIVER
Serial Number:	75202128	REALIMAGE
Serial Number:	75533615	REALIMAGE
Serial Number:	78545283	REWARDS FOR EVERY SEASON
Serial Number:	75471888	RIVER GUIDE
Serial Number:	78916852	SALT STRIKER
Serial Number:	78188820	SCENT ELIMINATOR
Serial Number:	78281261	SCENT SEAL
Serial Number:	78330212	SCENT SKINZ
Serial Number:	75448242	SCENT X-TERMINATOR
Serial Number:	78161616	SECLUSION 3D
Serial Number:	78202157	SECLUSION 3D BACKWATERS
Serial Number:	78202077	SECLUSION 3D KONIFER
Serial Number:	78202717	SECLUSION 3D OPEN COUNTRY
Serial Number:	78203206	SECLUSION 3D OUTFITTER
Serial Number:	75241163	SERENGETI
Serial Number:	74272517	SILENT STALK
Serial Number:	78322272	T.A.G.S
Serial Number:	76113947	TECHNIQUE SPECIFIC
Serial Number:	76113946	TECH-X-NIQUE SPECIFIC
Serial Number:	75524448	THE CATALOG COMES TO LIFE
Serial Number:	78330155	TOURNEY TRAIL
Serial Number:	75202561	TRIPLETAKE
Serial Number:	76113943	TXS
Serial Number:	76113685	VIVID
Serial Number:	75131016	WALLEYE PRO
Serial Number:	75567688	WEATHER-BLOCK
Serial Number:	75567687	WEATHER-BLOCK
Serial Number:	73712544	WHITETAIL
Serial Number:	76397033	WHITETAIL
Serial Number:	75368965	WHITETAIL EXTREME
Serial Number:	78056008	WHUPPIN' STICK
Serial Number:	76089097	WORLD'S FOREMOST BANK
Serial Number:	73832315	WORLD'S FOREMOST OUTFITTER

Serial Number:

74671070

WORLD'S FOREMOST OUTFITTER

CORRESPONDENCE DATA

Fax Number: (312)827-8185

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-807-4350

Email: chicago.trademarks@klgates.com, sana.hakim@klgates.com

Correspondent Name: Sana Hakim c/o K&L Gates LLP

Address Line 1: P.O. Box 1135

Address Line 4: Chicago, ILLINOIS 60690-1135

ATTORNEY DOCKET NUMBER:

3723173-001

NAME OF SUBMITTER:

Sana Hakim

Signature:

/sh/

Date:

09/02/2010

Total Attachments: 4

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Delaware

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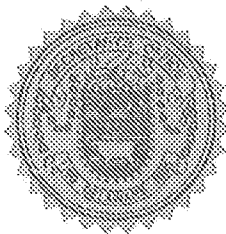
The First State

I, HARRIET SMITH WINDSOR, 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:

"CABELA'S INCORPORATED", A NEBRASKA CORPORATION,
WITH AND INTO "CABELA'S INCORPORATED" UNDER THE NAME OF
"CABELA'S INCORPORATED", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE EIGHTH DAY OF JANUARY, A.D. 2004, AT 1:57
O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE EIGHTH DAY OF
JANUARY, A.D. 2004, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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040014082

AUTHENTICATION: 2860238

DATE: 01-09-04

TRADEMARK

REEL: 004270 FRAME: 0649

**CERTIFICATE OF MERGER
OF
CABELA'S INCORPORATED,
A NEBRASKA CORPORATION
WITH AND INTO
CABELA'S INCORPORATED,
A DELAWARE CORPORATION**

(UNDER SECTION 252 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)

Cabela's Incorporated, a Delaware corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:
 - (a) Cabela's Incorporated, a Nebraska corporation ("AC"); and
 - (b) Cabela's Incorporated, a Delaware corporation ("SC").
2. A Plan and Agreement of Merger (the "Agreement") has been approved, adopted, certified, executed and acknowledged by AC and SC in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the state of Delaware.
3. The Agreement provides that the merger herein certified shall be effective at 11:59 p.m. Eastern Time on January 8, 2004 (the "Effective Time").
4. The name of the surviving corporation in the merger herein certified shall be Cabela's Incorporated which will continue its existence as said surviving corporation under its present name upon the Effective Time of said merger pursuant to the provisions of the General Corporation Law of the state of Delaware.
5. The certificate of incorporation of SC, as now in force and effect, shall continue to be the certificate of incorporation of said surviving corporation until amended or repealed pursuant to the provisions of the General Corporation Law of the state of Delaware.
6. SC is a corporation of the state of Delaware.
7. The executed Agreement is on file at the principal place of business of SC at One Cabela Drive, Sidney, Nebraska 69160.
8. A copy of the Agreement will be furnished by SC, on request and without cost, to any stockholder of AC or SC.
9. The authorized capital stock of AC is 40,750,000 shares of common stock, \$.000001 par value per share, consisting of 20,000,000 shares of Class A Common Stock, 20,000,000 shares of Class B Common Stock and 750,000 shares of Class C Common Stock.

10. The Agreement provides that the Agreement may be terminated or amended prior to the Effective Time in accordance with the provisions of Sections 252(e) and 251(d) of the General Corporation Law of the state of Delaware.

IN WITNESS WHEREOF, SC has caused this certificate to be signed by Dennis Highby, its authorized officer, on the 31st day of December, 2003.

CABELA'S INCORPORATED, a Delaware corporation

By: 
Its: President and CEO

**CERTIFICATE OF THE SECRETARY OF
CABELA'S INCORPORATED, A DELAWARE CORPORATION**

I, Gerald E. Matzke, the Secretary of Cabela's Incorporated, a Delaware corporation (the "Corporation"), hereby certify that the Plan and Agreement of Merger referenced in the Certificate of Merger to which this certificate is attached, after having been first duly signed on behalf of the Corporation by its president, was duly approved and adopted by the written consent of the holders of all of the outstanding stock of the Corporation, in accordance with the provisions of Section 228 of the General Corporation Law of the state of Delaware.

Dated: December 31, 2003



Gerald E. Matzke, Secretary

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