

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Buc-ee's, Ltd. Composed of: AHA-GP, LC, a Texas limited liability company, General Partner, and DEW-GP, LC, a Texas limited liability company, General Partner

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

Citizenship (see guidelines) Texas

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) January 1, 2016

- Assignment Merger
 Security Agreement Change of Name
 Other Amendment to Certificate of Limited Partnership

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Buc-ee's, Ltd. (see page 2)

Street Address: 327 FM 2004

City: Lake Jackson

State: Texas

Country: United States Zip: 77566

- Individual(s) Citizenship _____
 Association Citizenship _____
 Partnership Citizenship _____
 Limited Partnership Citizenship Texas
 Corporation Citizenship _____
 Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

Partnership

B. Trademark Registration No.(s)

4316461, 4316457

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Chandler Stephens

Internal Address: Norton Rose Fulbright US LLP

Street Address: 2200 Ross Avenue, Suite 3600

City: Dallas

State: TX Zip: 75201-7932

Phone Number: 214-855-8000

Docket Number: 214-855-8200

Email Address: chris.andersen@nortonrosefulbright.com

6. Total number of applications and registrations involved:

20

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$515

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number 06-2380

Authorized User Name Christian R. Andersen

9. Signature: Chris R. Andersen
Signature

6-11-2019
Date

Christian R. Andersen

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 006666 FRAME: 0786

Additional Conveying Parties (1. Continued):

Additional Receiving Parties (2. Continued):

Assignee Name: Composed of: Buc-ee's Management, LLC, a Texas limited liability company, General Partner
 Internal Address:

Street Address:

City:

State:

Zip Code:

Additional Applications and/or Registration Numbers (4. Continued)

Additional Application Number(s)
 4A continued:

Additional Registration Number(s)
 4B continued:

4594484	4973077
3844978	4973185
4321673	3246893
4594542	4007064
3763277	4537711
4007063	4774184
4973076	4490597
4973184	5187433
4455099	
4585744	
4431414	

Additional numbers attached?

Yes No

DEC 31 2015

CERTIFICATE OF AMENDMENT TO Corporations Section
CERTIFICATE OF LIMITED PARTNERSHIP OF
BUC-EE'S, LTD.

Pursuant to the provisions of Sections 3.051 through 3.056 of the Texas Business Organizations Code, the undersigned authorized general partner does hereby submit the following Certificate of Amendment to the Certificate of Limited Partnership of Buc-ee's, Ltd. (this "Certificate of Amendment"):

1. The name of the partnership is Buc-ee's, Ltd. (the "Partnership"). The Partnership's Certificate of Limited Partnership was filed with the office of the Secretary of State of Texas on March 29, 2002. The file number issued to the Partnership by the Secretary of State is 800070350.
2. This certificate of amendment changes Section 6 of the Partnership's Certificate of Limited Partnership to reflect the deletion of AHA-GP, L.C. and DEW-GP, L.C. as general partners and the addition of Buc-ee's Management, LLC as the general partner. Therefore, the full text of Section 6 shall be deleted and replaced with the following provision:

"6. The name of the general partner is Buc-ee's Management, LLC, a Texas limited liability company, and the mailing address of the general partner is 327 Highway 2004, Lake Jackson, Texas 77566."
3. This Certificate of Amendment has been approved in the manner required by the Texas Business Organizations Code and the Partnership's governing documents. The undersigned signs this Certificate of Amendment subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the Texas Business Organizations Code to execute this Certificate of Amendment.
4. This Certificate of Amendment shall become effective on January 1, 2016.

[Signature Page Follows]

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Secretary of State

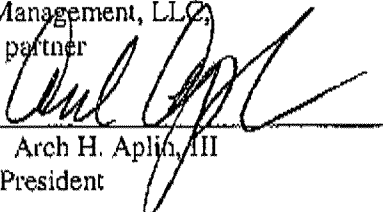
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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Limited Partnership to be effective as set forth above.

BUC-EE'S, LTD.,
a Texas limited partnership

By: Buc-ee's Management, LLC,
its general partner

By: 
Name: Arch H. Aplin, III
Title: President

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
BUC-EE'S, LTD.