

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Worth, LLC	12/28/2005
RECEIVING PARTY DATA	
Name:	Rawlings Sporting Goods Company, Inc
Street Address:	510 Maryville University Drive
Internal Address:	Suite 110
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63141
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	11467015
CORRESPONDENCE DATA	
Fax Number:	(615)242-2221
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	614-242-2400
Email:	pew@iplawgroup.com
Correspondent Name:	Phillip E. Walker
Address Line 1:	1600 Division Street
Address Line 2:	Suite 500
Address Line 4:	Nashville, TENNESSEE 37203
ATTORNEY DOCKET NUMBER:	N3601
NAME OF SUBMITTER:	Phillip E. Walker
Total Attachments: 3	
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source=Certified Copy of Merger of Worth, LLC into Rawlings#page2.tif	

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PATENT

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Delaware

PAGE 1

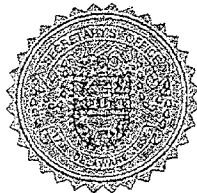
The First State

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:

"WORTH, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
WITH AND INTO "RAWLINGS SPORTING GOODS COMPANY, INC." UNDER
THE NAME OF "RAWLINGS SPORTING GOODS COMPANY, INC.", A
CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE
OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH
DAY OF DECEMBER, A.D. 2005, AT 2:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2005, AT 4 O'CLOCK P.M.

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



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051077465

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4424528

DATE: 01-05-06

AA 4 2006 5:22PM

LA1172

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State of Delaware
Secretary of State
Division of Corporations
Delivered 03:18 PM 12/30/2005
FILED 02:46 PM 12/30/2005
SRV 051077465 - 2394808 FILE

CERTIFICATE OF MERGER
of
WORTH, LLC
(a Delaware Limited Liability Company)
with and into
RAWLINGS SPORTING GOODS COMPANY, INC.
(a Delaware corporation)

PURSUANT TO SECTION 264 OF
THE DELAWARE CORPORATION LAW

The undersigned limited liability company hereby certifies that:

FIRST: The names and jurisdictions of formation or organization of each entity
(the "Constituent Companies") are:

<u>Name</u>	<u>Jurisdiction</u>
Worth, LLC	Delaware
Rawlings Sporting Goods Company, Inc.	Delaware

SECOND: An Agreement and Plan of Merger (the "Agreement of Merger"), dated as of December 29, 2005, by and between Worth, LLC, a Delaware limited liability, and Rawlings Sporting Goods Company, Inc., a Delaware corporation, providing for the merger of Worth, LLC with and into Rawlings Sporting Goods Company, Inc., has been approved, adopted, certified, executed and acknowledged by each of the Constituent Companies in accordance with the requirements of Section 264 of the Delaware Corporation Law.

THIRD: The name of the surviving entity is Rawlings Sporting Goods Company, Inc., a Delaware corporation.

FOURTH: This Merger shall become effective on December 31, 2005 at 4:00 pm Eastern Standard time.

FIFTH: The executed Agreement of Merger is on file at the office of the surviving entity. The address of said office is 5818 El Camino Real, Carlsbad, California 92008.

SIXTH: A copy of the Agreement of Merger will be provided by the surviving entity upon request and without cost to any member or stockholder of the Constituent Companies, as applicable, or any person holding an interest in either of the Constituent Companies.

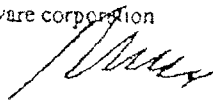
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Dated: December 28, 2005

RAWLINGS SPORTING GOODS COMPANY, INC.,
a Delaware corporation

By:



Monte H. Baier
Vice President and General Counsel

Rawlings-Worth Merger Certificate (10914890)

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