FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 08-20-1999

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

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TO: The Commissioner of Patents and Trademarks:	Please	record the attached ori	ginal document(s) or copy(ies).		
Submission Type & -17-99	Con	veyance Type			
New O		Assignment	License		
X Resubmission (Non-Recordation) Document ID # 101048454		Security Agreement	Nunc Pro Tunc Assignment Effective Date		
Correction of PTO Error	╽╙	Merger	Month Day Year		
Reel # Frame # Corrective Document	х	Change of Name			
Reel # Frame #		Other			
Conveying Party	Mark if	additional names of convey	ring parties attached Execution Date Month Day Year		
Name Circus Distribution, Inc.			11171998		
Formerly					
Individual General Partnership	Limite	ed Partnership X	Corporation Association		
Other					
Citizenship/State of Incorporation/Organiza	tion [California Corpo	ration		
Receiving Party					
	Marki	f additional names of receiv	/ing parties attached		
Name DC Shoes, Inc.					
DBA/AKA/TA					
Composed of					
Address (line 1) 1333 Keystone Way					
Address (line 2) Suite A					
Address (line 3) Vista	C		92083		
Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an					
x Corporation Association			appointment of a domestic		
Other			representative should be attached. (Designation must be a separate		
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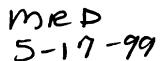
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Name					
Address (line 1)					
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Correspond	lent Name and Address Area Code and	Telephone Number (619) 544-0900			
Name	Gregory P. Goonan, Esq.				
Address (line 1)	Barnhorst, Schreiner and Goonan				
Address (line 2)	Suite 1350				
Address (line 3)	San Diego, CA 92101				
Address (line 4)					
Pages	Enter the total number of pages of the attinctuding any attachments.	ached conveyance document # 2			
Trademark	Application Number(s) or Registration	On Number(S) Mark if additional numbers attached			
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Trademark Application Number(s) Registration Number(s)					
75528623	75356845 75528674	2074045			
Number of I	Properties Enter the total number of pr	roperties involved. # 4			
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Method of Payment: Enclosed Deposit Account Deposit Account					
(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #					
	Authorization to	charge additional fees: Yes No			
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. Charges to deposit account are authorized, as indicated herein.					
Whit Bi	vens, Esq. Whit	Bureus 8/17/99			
Name		Signature Date Signed			

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Expires 06/30/99
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TO: The Commissioner of Patents and Trademarks: Please record the attached original documents) or copy(ies).						
Submission Type	Conveyance Type					
X New	Assignment License					
Resubmission (Non-Recordation) Document ID # Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame #	Security Agreement Nunc Pro Tunc Assignment Merger Month Day Year X Change of Name Other					
Conveying Party	Mark if additional names of conveying parties attached Execution Date					
Name DC Shoes, Inc.	Month Day Year					
Formerly Circus Distribution, Inc.						
Individual General Partnership	Limited Partnership X Corporation Association					
Other						
X Citizenship/State of Incorporation/Organization	tion California Corporation					
Receiving Party	Mark if additional names of receiving parties attached					
Name						
DBA/AKA/TA						
Composed of						
Address (line 1)						
Address (line 2)						
Address (line 3)						
City Zip Code Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is						
Corporation Association not domiciled in the United States, an appointment of a domestic						
Other Control of the						
Citizenship/State of Incorporation/Organization						
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Name					
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Address (line 2)					
Address (line 3)					
Address (line 4)					
Correspondent Na	ame and Address Area Code ar	nd Telepho	ne Number	760-299-59	999
Name Kenne	eth Block, President, DC SI	hoes, In	с.		
Address (line 1) 770 S	Sycamore Ave., #J471	·····			
Address (line 2) Vista	a, CA 92083				
Address (line 3)					
Address (line 4)				<u> </u>	
i uqcs	he total number of pages of the a ng any attachments.	attached c	onveyance de	ocument	#
	ation Number(s) or Registra	tion Nu	mber(s)	Mark if addi	tional numbers attached
	rk Application Number <u>or</u> the Registration	Number (DC			, , <u>-</u>
	Application Number(s) 75/356,845 75/528,674	2,0	74,045	tration Numb	er(s)
Number of Properties Enter the total number of properties involved. #					
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ [115.00					
Method of Payment: Enclosed X Deposit Account					
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #					
Authorization to charge additional fees: Yes No					
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. Charges to deposit account are authorized, as indicated herein.					
Gregory P. Goo					10/89
Name of Perso	on Signing	Signatu	re	7	Date Signed

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I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of _____ page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF. I execute this certificate and affix the Great Seal of the State of California this

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Bill ms

Secretary of State

#1844 922

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
CIRCUS DISTRIBUTION, INC.

CIRCUS DISTRIBUTION, IN a California corporation

FILED
In its office of the Secretary of State
of the State of Conflorate

FEB 1 7 1999

BILL JONES, Secretary of State

The undersigned certify that:

- 1. We are the president and secretary, respectively, of CIRCUS DISTRIBUTION, INC. a California corporation (the "Corporation");
- 2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I

The name of the corporation is DC Shoes, Inc.

- 3. The foregoing amendment of Articles of Incorporation has been duly approved by Unanimous Written Consent of the directors and shareholders of the Corporation dated as of November 17, 1998;
- 4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with California Corporations Code section 902. The total number of outstanding shares of the Corporation is .300,000. The number of shares voting in favor of the amendment equaled the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

By: Kenneth Block President/CFO

Date: November 17, 1998

By Damon Way, Secretary

Date: November 17, 1998

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TRADEMARK REEL: 001945 FRAME: 0507