

08-17-2000



101435542

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

7.24.00

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year
- Merger
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Name PHASE THREE, INC., A CALIFORNIA CORPORATION

Execution Date  
Month Day Year  
07/15/2000

Formerly CENTRAL COAST SURFBOARDS, INC

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization CA

Receiving Party

Mark if additional names of receiving parties attached

Name PHASE THREE, INC., A CALIFORNIA CORPORATION

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 2701 MCMILLAN ROAD

Address (line 2) \_\_\_\_\_

Address (line 3) SAN JUANITO, CA 93401  
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization \_\_\_\_\_

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/16/2000 NTHA11 00000207 2330365

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482  
03 FC:998

40.00 OP  
25.00 OP  
15.00 OP

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

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2338365"/>	<input type="text" value="2332567"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

*Frank Messmann*

*[Signature]*

*7/17/00*

Name of Person Signing

Signature

Date Signed

# State of California



## SECRETARY OF STATE

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

That the attached transcript of   1   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 day of

JUL 07 2000



*Bill Jones*

Secretary of State

1066564

**CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION  
OF CENTRAL COAST SURFBOARDS, INC.**

Michael Adamski and Scott Hackenberg certify that:


1. They are the chief executive officer and assistant secretary, respectively, of Central Coast Surfboards, Inc., a California corporation.

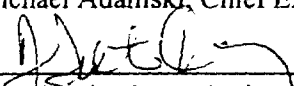
2. Article One of the Articles of Incorporation of this corporation is amended to read in full as follows:

ONE: The name of this Corporation is Phase Three, Inc.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding voting shares of the corporation is 1,000 shares. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than fifty percent (50%).

  
Michael Adamski, Chief Executive Officer

  
Scott Hackenberg, Assistant Secretary

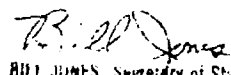
The undersigned declare under penalty of perjury that the matters set forth in this certificate are true of their own knowledge. Executed at San Luis Obispo, California, on June 7, 2000.

  
Michael Adamski, Chief Executive officer

  
Scott Hackenberg, Assistant Secretary

**FILED**  
in the office of the Secretary of State  
of the State of California

**JUN 19 2000**

  
BILL JONES, Secretary of State



cc: Tim Reusing  
VP & General Counsel  
Alloy Online, Inc.  
151 W. 26th Street, 11th Floor  
New York, NY 10001

KM:lr  
Enclosures