

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings $\Rightarrow \Rightarrow \Rightarrow$		<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
<b>1. Name of conveying party(ies):</b> <u>Perception, Inc.</u>  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>SOUTH CAROLINA</u> <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No			<b>2. Name and address of receiving party(ies)</b> Name: <u>Watermark Paddlesports, Inc.</u> Internal Address: _____  Street Address: <u>111 Kayaker Way</u> <u>Easley</u> State: <u>SC</u> Zip: <u>29642</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>DELAWARE</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No          (Designations must be a separate document from assignment)          Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small>		
<b>3. Nature of conveyance:</b> <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>November 24, 1999</u>			<b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s) 2,516,462    2,516,461    2,035,561 B. Trademark Registration No.(s) 1,714,652    1,678,415    1,525,514 1,317,992    1,272,456    1,270,592 Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>5. Name and address of party to whom correspondence concerning document should be mailed:</b> Name: <u>Cort Flint</u> Internal Address: _____ <u>Telephone: 864-232-4261</u> <u>Fax: 864-232-4437</u>  <u>Street Address: P.O. Box 10827</u> <u>Greenville</u> City: _____ State: <u>SC</u> Zip: <u>29603</u>			<b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px 5px;">9</span>  <b>7. Total fee (37 CFR 3.41).....\$ 240.00</b> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <b>8. Deposit account number:</b> <u>502079</u>  (Attach duplicate copy of this page if paying by deposit account)		
<b>DO NOT USE THIS SPACE</b>					
<b>9. Statement and signature.</b> <i>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.</i> <u>Cort Flint</u> <u>January 31, 2003</u> Name of Person Signing                      Signature                      Date					
Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px 5px;">4</span>					

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 20231

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*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, 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:

"PERCEPTION, INC.", A SOUTH CAROLINA CORPORATION,

WITH AND INTO "PERCEPTION, INC." UNDER THE NAME OF  
"PERCEPTION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER  
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1999, AT 1 O'CLOCK  
P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY,  
A.D. 2000.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0808023

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DATE: 11-21-00

TRADEMARK  
REEL: 002604 FRAME: 0002

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STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 01:00 PM 12/29/1999  
991566445 - 2125413

CERTIFICATE OF MERGER  
OF  
PERCEPTION, INC.  
(A South Carolina Corporation)  
WITH AND INTO  
PERCEPTION, INC.  
(A Delaware Corporation)

(Under Section 252 of the General Corporation Law of Delaware)

TO THE DELAWARE SECRETARY OF STATE:

PERCEPTION, INC. hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:
  - (a) Perception, Inc., a South Carolina corporation (the "South Carolina Corporation"); and
  - (b) Perception, Inc., a Delaware corporation (the "Delaware Corporation").
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Delaware Corporation and by the South Carolina Corporation in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of Delaware.
3. The surviving corporation shall be the Delaware Corporation. The name of the surviving corporation shall be Perception, Inc.
4. The Certificate of Incorporation of the Delaware Corporation shall be the Certificate of Incorporation of the surviving corporation.
5. The executed Agreement and Plan of Merger is on file at the principal place of business of the Delaware Corporation at 111 Kayaker Way, Easley, South Carolina.
6. A copy of the Agreement and Plan of Merger will be furnished by the Delaware Corporation, on request and without cost, to any stockholder of the South Carolina Corporation or the Delaware Corporation.
7. The authorized capital stock of the South Carolina Corporation is 100,000 shares of Common Stock, \$1.00 par value.
8. The merger contemplated hereby shall be effective as of 12:01 a.m., Eastern Standard Time, on January 1, 2000 immediately following the merger of Dagger, Inc., a Tennessee corporation, with and into Perception, Inc., a South Carolina corporation, and the merger of


JUL 30 2002 17:26 FR KING & WALDING 404 572 5146 TO 5 5#05241#03905 P.05

Harmony, Inc., a South Carolina corporation, with and into Harmony Paddlesports, Inc. (the "Effective Date").

IN WITNESS WHEREOF, the Delaware Corporation has executed this Certificate of Merger as of the 24 day of November, 1999.

PERCEPTION, INC.

By:

  
Kenneth V. Madren, Jr.

Its:

Chief Executive Officer

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