

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/29/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Pelican Products, Inc. (a California corporation)		01/29/2007	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Pelican Products, Inc. (a Delaware corporation)
Street Address:	23215 Early Avenue
City:	Torrance
State/Country:	CALIFORNIA
Postal Code:	90505
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 52**

Property Type	Number	Word Mark
Registration Number:	2396736	ALIGNLITE
Serial Number:	75499263	AQUAKING LITE
Serial Number:	78393473	BIG D
Serial Number:	75814107	BIG ED
Serial Number:	75650808	BLACK KNIGHT
Serial Number:	75649238	
Serial Number:	76011799	BLACK KNIGHT LITE
Serial Number:	75527767	BLACK NIGHT LITE
Serial Number:	75428586	BRITE LITE
Serial Number:	76073999	
Serial Number:	73771005	DINGHY DOLLY
Registration Number:	2245585	

CH \$1315.00 2396736

Registration Number:	3056945	
Registration Number:	3075075	
Serial Number:	78947907	HARDBACK
Serial Number:	75175838	HEADSUP LITE
Serial Number:	76278907	KING PELICAN LITE
Serial Number:	78627146	L1
Serial Number:	74699509	LASERFLEX
Serial Number:	74699510	LASERPRO
Serial Number:	75300504	LIDLITE
Serial Number:	78339366	LITTLE ED
Serial Number:	78627173	M11
Serial Number:	78627186	M9
Serial Number:	75231710	PELI PRODUCTS
Serial Number:	75231711	PELICAN PRODUCTS
Serial Number:	74545526	MITYLITE
Serial Number:	76023946	NEMO
Serial Number:	76619291	
Serial Number:	76619251	PELICAN
Serial Number:	73108362	PELICAN
Serial Number:	75200143	PELICAN
Serial Number:	75167339	PELICAN
Serial Number:	78552986	
Serial Number:	73141403	
Serial Number:	75167629	
Serial Number:	78468306	PELICAN YOU BREAK IT, WE REPLACE IT... FOREVER
Serial Number:	73795198	PELI-CASE
Serial Number:	73417918	PELILITE
Serial Number:	75424675	PETTRACKER
Serial Number:	76410660	PICK N PLUCK
Serial Number:	78335435	RECOIL
Serial Number:	76558576	RECOIL LED TECHNOLOGY
Serial Number:	73432127	SABRELITE
Serial Number:	74491973	STEALTHLITE
Serial Number:	73562625	SWATLITE
Serial Number:	78487316	TEST THE LIMITS

Serial Number:	73793864	TRAVEL VAULT
Serial Number:	76278534	TRAVEL VAULT
Serial Number:	75339276	VERSABRITE
Serial Number:	75545668	WWW.PELICAN.COM
Serial Number:	78468305	YOU BREAK IT, WE REPLACE IT... FOREVER

**CORRESPONDENCE DATA**

Fax Number: (404)572-5134

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 404-572-4691

Email: jhannon@kslaw.com

Correspondent Name: James M. Hannon

Address Line 1: 1180 Peachtree Street

Address Line 2: King & Spalding LLP

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	09631.009065
NAME OF SUBMITTER:	James M. Hannon
Signature:	/James M. Hannon/
Date:	02/27/2007

**Total Attachments: 4**

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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 OWNERSHIP, WHICH MERGES:

"PELICAN PRODUCTS, INC.", A CALIFORNIA CORPORATION,  
WITH AND INTO "PELICAN PRODUCTS, INC." UNDER THE NAME OF  
"PELICAN PRODUCTS, 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 JANUARY, A.D. 2007, AT  
3:17 O'CLOCK P.M.

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

4281788 8100M

070097162



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5391213

DATE: 01-29-07

TRADEMARK  
REEL: 003489 FRAME: 0073

**CERTIFICATE OF OWNERSHIP AND MERGER**

**OF**

**PELICAN PRODUCTS, INC.  
(a California corporation)**

**WITH AND INTO**

**PELICAN PRODUCTS, INC.  
(a Delaware corporation)**

It is hereby certified that:

1. Pelican Products, Inc. (the "Corporation"), is a corporation organized and existing under the laws of the State of California.
2. Pelican Products, Inc. ("Delaware Pelican Products"), is a corporation organized and existing under the laws of the State of Delaware.
3. The Corporation owns 100% of the outstanding shares of capital stock of Delaware Pelican Products.
4. The Board of Directors of the Corporation has determined to merge itself into Delaware Pelican Products pursuant to Section 1110 of the California Corporations Code and Section 253 of the Delaware General Corporation Law and has adopted the following resolutions as of January 29, 2007:

WHEREAS, the Corporation owns 100% of the issued and outstanding shares of capital stock of Pelican Products, Inc., a Delaware corporation ("Delaware Pelican Products"); and

WHEREAS, it is deemed to be advisable and in the best interests of the Corporation that the Corporation merge itself with and into Delaware Pelican Products, with Delaware Pelican Products being the surviving corporation;

NOW, THEREFORE, BE IT RESOLVED, that the merger of the Corporation with and into Delaware Pelican Products, with Delaware Pelican Products being the surviving corporation, pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code (the "Merger"), be, and it hereby is, approved; and

RESOLVED FURTHER, that, upon the effective time of the Merger, which shall be the time at which the Certificate of

Ownership and Merger is filed with the Delaware Secretary of State (the "Effective Time"), each issued and outstanding share of common stock of the Corporation shall be automatically converted into one (1) share of common stock of Delaware Pelican Products; and

RESOLVED FURTHER, that the issued shares of Delaware Pelican Products owned by the Corporation shall not be converted in any manner, but each said share which is issued as of the effective date of the Merger shall be surrendered and extinguished; and

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to submit the proposed Merger to the shareholders of the Corporation for consideration thereof; and

RESOLVED FURTHER, that, following approval of the Merger by the shareholders of the Corporation, the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to prepare and execute a Certificate of Ownership and Merger, and to file or cause to be filed said Certificate of Ownership and Merger with the Delaware Secretary of State and the California Secretary of State, and to execute such other documents and take such other actions as such officer or officers shall deem to be necessary, appropriate or advisable in order to carry out the intent and purposes of the foregoing resolutions."

5. The Merger has been adopted, approved, certified, executed and acknowledged by the Board of Directors of the Corporation in accordance with the California Corporations Code and has been approved by the Board of Directors of Delaware Pelican Products in accordance with the provisions of the Delaware General Corporation Law.

6. The Merger has been approved by the written consent of the holder of a majority of the issued and outstanding shares of voting stock of the Corporation pursuant to Section 603(a) of the California Corporations Code.

7. The name of the surviving entity in the merger herein certified is "Pelican Products, Inc.", which will continue its existence as said surviving entity upon the effective date of the Merger pursuant to the provisions of the Delaware General Corporation Law.

*[Signature Page Follows]*

IN WITNESS HEREOF, Pelican Products, Inc., a California corporation, has caused this certificate to be signed by its President this 29<sup>th</sup> day of January, 2007.

PELICAN PRODUCTS, INC,  
a California corporation

By: 

Name: Richard D. Kern

Title: Chief Financial Officer