

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sun Components, Inc.		12/18/2007	CORPORATION: INDIANA

RECEIVING PARTY DATA

Name:	Hayes Bicycle Group, Inc.
Street Address:	5800 W Donges Bay Rd
City:	Mequon
State/Country:	WISCONSIN
Postal Code:	53092
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1205128	SUN
Registration Number:	1194279	SUN
Registration Number:	2009670	SUN RIMS
Registration Number:	2432569	SUN RINGLE
Registration Number:	2425060	SUN RINGLE
Serial Number:	77348323	SUNRINGLÉ
Serial Number:	77348344	SUN RINGLÉ

CORRESPONDENCE DATA

Fax Number: (414)223-5000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 414-978-5562
 Email: splagemann@whdlaw.com
 Correspondent Name: Whyte Hirschboeck Dudek S.C.

CH \$190.00 1205128

Address Line 1: Attn: Suzanne Plagemann
Address Line 2: 555 East Wells Street, Suite 1900
Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	HBR-35076
NAME OF SUBMITTER:	Suzanne Plagemann
Signature:	/Suzanne Plagemann/
Date:	02/12/2008

Total Attachments: 2
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DELAWARE CERTIFICATE OF MERGER
of
SUN COMPONENTS, INC.
with and into
HAYES BICYCLE GROUP, INC.

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, the undersigned Corporation executed the following Certificate of Merger:

1. The Constituent Corporations:

Hayes Bicycle Group, Inc., a Delaware corporation, is the Surviving Corporation.

Sun Components, Inc., an Indiana corporation, is the Merging Corporation.

2. Agreement of Merger.

An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by the Constituent Corporations in accordance with Section 252(c) of the Delaware General Corporation Law and, in the case of the Merging Corporation, in accordance with the laws of the State of Indiana.

3. Surviving Corporation.

The name of the Surviving Corporation is Hayes Bicycle Group, Inc., a Delaware corporation.

4. Effective Date.

This Certificate of Merger shall be effective on December 31, 2007 at 11:59 p.m.

5. Certificate of Incorporation.

The Certificate of Incorporation of the Surviving Corporation shall continue to be its Certificate of Incorporation after the merger.

6. Agreement of Merger on File.

The executed Agreement of Merger is on file at the place of business of the Surviving Corporation, located at 5800 West Donges Bay Road, Mequon, WI 53092.

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:02 AM 12/21/2007
FILED 11:02 AM 12/21/2007
SRV 071352702 - 3961469 FILE

WHD\1300710.1

TRADEMARK
REEL: 003717 FRAME: 0604

7. Copy of Agreement of Merger Available

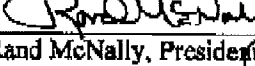
A copy of the Agreement of Merger will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of the Constituent Corporations.

8. Authorized Capital Stock of Each Constituent Corporation Which is Not A Delaware Corporation

Immediately prior to the merger, the authorized capital stock of Sun Components, Inc., an Indiana corporation, was 10,000 shares of a single class designated as "Common Stock," having no par value, of which 100 were issued and outstanding.

IN WITNESS WHEREOF, said Surviving Corporation has caused this certificate to be signed by an authorized person, as of December 18, 2007.

HAYES BICYCLE GROUP, INC.

By: 
Rand McNally, President

Please return to: James R. Lowe
Whyte Hirschboeck Dudek S.C.
555 East Wells Street
Suite 1900
Milwaukee, Wisconsin 53202-3819
(414) 273-2100
jlowe@whdlaw.com

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