TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Timex Corporation		04/16/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Timex Group USA, Inc.
Street Address:	555 Christian Road
City:	Middlebury
State/Country:	CONNECTICUT
Postal Code:	06762
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	2118355	E
Registration Number:	2216745	FAST WRAP
Registration Number:	0044586	INGERSOLL
Registration Number:	1823795	IT TAKES A LICKING AND KEEPS ON TICKING
Serial Number:	78869032	KEEP ON TICKING
Registration Number:	2327425	KELTON
Registration Number:	2900825	LIFE IS TICKING
Registration Number:	2347948	
Registration Number:	1080319	MARATHON
Registration Number:	1544350	MARLIN
Registration Number:	1817420	NIGHT-MODE
Registration Number:	1473085	QUICKDATE
Registration Number:	1920843	REEF GEAR
Registration Number:	2493542	RUSH

CH $740.00 2118355

Registration Number:	2223217	TIME-FACTORY
Registration Number:	0417113	TIMEX
Registration Number:	0594464	TIMEX
Registration Number:	1289908	TIMEX
Registration Number:	1823796	TIMEX
Registration Number:	1975181	TIMEX
Registration Number:	2900005	TIMEX
Registration Number:	3139026	TIMEX
Registration Number:	3255530	TIMEX
Registration Number:	3374348	TIMEX T SERIES
Registration Number:	2430164	TIMEXPO
Registration Number:	2534826	TIMEXPO
Registration Number:	1294180	TRIATHLON
Registration Number:	1557878	WAVE RIDER
Registration Number:	2214941	WRISTAPPS

CORRESPONDENCE DATA

Fax Number: (203)346-5071

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

Phone: 203-346-5332

Email: kcallini@timex.com

Correspondent Name: Timex Group USA, Inc.

Address Line 1: 555 Christian Road

Address Line 4: Middlebury, CONNECTICUT 06762

ATTORNEY DOCKET NUMBER:	NAME CHANGE
NAME OF SUBMITTER:	Katherine H. Callini
Signature:	/Katherine H. Callini/
Date:	05/05/2008

Total Attachments: 4

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Delaware

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 RESTATED CERTIFICATE OF "TIMEX CORPORATION", CHANGING ITS NAME FROM "TIMEX CORPORATION" TO "TIMEX GROUP USA, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF APRIL, A.D. 2008, AT 11:39 O'CLOCK A.M.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0732704 8100

AUTHENTICATION: 6531690

080436999

DATE: 04-17-08

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:39 AM 04/16/2008
FILED 11:39 AM 04/16/2008
SRV 080436999 - 0732704 FILE

AMENDED AND RESTATED

CERTIFICATE OF INCORPORATION OF TIMEX CORPORATION

TIMEX CORPORATION, a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the Corporation is TIMEX CORPORATION. The name under which it was originally incorporated is T M WATCH CORPORATION.

2. The original Certificate of Incorporation of the corporation was filed with the Secretary of State on November 6, 1969.

3. This Amended and Restated Certificate of Incorporation restates and integrates and further amends the Certificate of Incorporation of this corporation by changing the name of the Corporation.

4. The text of the Certificate of Incorporation as amended or supplemented heretofore is further amended or supplemented hereby to read as herein set forth in full:

ARTICLE I

The name of the corporation (hereinafter called the Corporation) is Timex Group USA, Inc.

ARTICLE II

The registered office of the Corporation in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV

The Corporation shall have authority to issue common stock, having no par value: The number of shares of Common stock that the Corporation is authorized to issue is three thousand (3,000).

ARTICLE V

Election of directors need not be by written ballot unless and to the extent that the By-Laws of the Corporation shall so provide.

ARTICLE VI

The Board of Directors is expressly authorized and empowered to make, adopt, alter, amend and repeal from time to time the By-Laws of the Corporation, subject to the power of the stockholders of the Corporation to alter and repeal any By-Laws made by the Board of Directors.

The Corporation reserves the right at any time and from time to time to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and any other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and by this Certificate of Incorporation; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the right reserve in this Article.

ARTICLE VII

The Corporation reserves the right at any time and from time to time to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and any other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and by this Certificate of Incorporation; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the right reserve in this Article.

5. This Amended and Restated Certificate of Incorporation was duly adopted by written consent of the sole stockholder in accordance with the applicable provisions of Section 228, 242 and 245 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I have signed this certificate this 15th day of April, 2008.

Ryan T. Roth
Assistant Secretary

Attest:

STATE OF CONNECTICUT

COUNTY OF NEW HAVEN ss. Middlebury

On this the 15th day of April, 2008, before me, Sherrie Eng, the undersigned officer, personally appeared Ryan T. Roth, who acknowledged himself to be the Assistant Secretary of Timex Corporation., a Delaware Corporation, and that he as such Assistant Secretary, being authorized so to do executed the foregoing instrument for the same for the purposes therein contained, by signing the name of the corporation by himself as Assistant Secretary.

In witness whereof I hereunto set my hand.

Sherrie Eng, Notary Public
Date Commission Expires: July 31, 2012