

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/03/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EZ Gard Industries, Inc.		04/03/2008	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Shock Doctor, Inc.
Street Address:	3300 Fernbrook Lane North, Suite 250
City:	Plymouth
State/Country:	MINNESOTA
Postal Code:	55447
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	77043454	GEL MAX NANO
Serial Number:	77399306	EJECT
Serial Number:	78657188	FORMULA
Serial Number:	78661765	DA VINCI

CORRESPONDENCE DATA

Fax Number: (612)766-1600
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 6127667000
 Email: shouse@faegre.com
 Correspondent Name: Jodi A. DeSchane/Sarah M. House
 Address Line 1: 90 South Seventh Street
 Address Line 2: 2200 Wells Fargo Center
 Address Line 4: Minneapolis, MINNESOTA 55426

ATTORNEY DOCKET NUMBER:	73893-319185
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OP \$115.00 77043454

NAME OF SUBMITTER:	Sarah M. House
Signature:	/Sarah M. House/
Date:	06/16/2008
Total Attachments: 4 source=EZ Gard to Shock Doctor - DE Articles of Merger#page1.tif source=EZ Gard to Shock Doctor - DE Articles of Merger#page2.tif source=EZ Gard to Shock Doctor - DE Articles of Merger#page3.tif source=EZ Gard to Shock Doctor - DE Articles of Merger#page4.tif	

Delaware

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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 MERGER, WHICH MERGES:

"EZ GARD INDUSTRIES, INC.", A MINNESOTA CORPORATION, WITH AND INTO "SHOCK DOCTOR, INC." UNDER THE NAME OF "SHOCK DOCTOR, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF APRIL, A.D. 2008, AT 3:47 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRD DAY OF APRIL, A.D. 2008, AT 5 O'CLOCK P.M.

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



4526465 8100M

080392284

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6499252

DATE: 04-03-08

TRADEMARK
REEL: 003796 FRAME: 0267

CERTIFICATE OF MERGER

OF

EZ GARD INDUSTRIES, INC.
(a Minnesota corporation)

with and into

SHOCK DOCTOR, INC.
(a Delaware corporation)

Pursuant to the provisions of Section 252 of the Delaware General Corporation Law (the "DGCL"), Shock Doctor, Inc., a Delaware corporation ("Shock Doctor"), hereby certifies the following information relating to the merger of EZ Gard Industries, Inc., a Minnesota corporation ("EZ Gard"), with and into Shock Doctor (the "Merger"):

FIRST: The names and states of incorporation of the constituent corporations (the "Constituent Corporations") in the Merger are:

<u>Name</u>	<u>State of Incorporation</u>
Shock Doctor, Inc.	Delaware
EZ Gard Industries, Inc.	Minnesota

SECOND: The Agreement and Plan of Merger (the "Plan of Merger"), dated as of April 3, 2008, by and among Shock Doctor and EZ Gard, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Sections 252 of the DGCL.

THIRD: The name of the surviving corporation of the Merger (the "Surviving Corporation") is Shock Doctor, Inc.

FOURTH: The Certificate of Incorporation of Shock Doctor, Inc., as in effect immediately prior to the effective time of the Merger, shall be the Certificate of Incorporation of the Surviving Corporation until amended and/or restated in accordance with its terms and as provided by applicable law.

FIFTH: The executed Plan of Merger is on file at the principal place of business of the Surviving Corporation, whose address is 3300 Fernbrook Lane North, Suite 250, Plymouth, Minnesota 55447.

SIXTH: A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Constituent Corporation.

SEVENTH: The authorized capital stock of EZ Gard immediately prior to the Merger was 1,000,000 shares of \$1.00 par value common stock.

EIGHTH: The Merger shall become effective as of 5:00 p.m. (Eastern Standard Time) on the date that this certificate is filed.

* * * * *

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Shock Doctor has caused this Certificate of Merger to be executed by its duly authorized officer on April 3, 2008.

SHOCK DOCTOR, INC.

Steven J. Washburn

By: Steven J. Washburn

Its: Chief Executive Officer