

**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: 12**

Property Type	Number	Word Mark
Registration Number:	1874753	SHOCK DOCTOR
Registration Number:	2001303	EZ GARD
Registration Number:	2828489	DIRECT POWER CONTOUR
Registration Number:	2828490	SHOCKDOME
Registration Number:	2828491	AIR/FX
Registration Number:	2961092	CORE°
Registration Number:	2961533	CORE
Registration Number:	3311673	X-FIT
Registration Number:	3100257	SHOCK DOCTOR SPORTS TECHNOLOGY
Registration Number:	3195697	SHOCK DOCTOR
Registration Number:	3108851	SHOCK DOCTOR SPORTS TECHNOLOGY
Registration Number:	3111450	CORE°

OP \$315.00 1874753

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 55402

ATTORNEY DOCKET NUMBER:	73893-303859
NAME OF SUBMITTER:	Sarah M. House
Signature:	/Sarah M House/
Date:	06/17/2008

**Total Attachments: 4**  
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# 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](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6499252

DATE: 04-03-08

TRADEMARK  
REEL: 003796 FRAME: 0897

**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