

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
B-SQUARE, INC.		12/28/2005	CORPORATION: TEXAS

**RECEIVING PARTY DATA**

Name:	ARMOR ACCESSORIES, INC.
Street Address:	13386 International Parkway
City:	Jacksonville
State/Country:	FLORIDA
Postal Code:	32218
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	1194640	B-SQUARE
Registration Number:	1200211	B
Registration Number:	1732387	TUBE LUBE
Registration Number:	2901755	CARBON CUTTER

**CORRESPONDENCE DATA**

Fax Number: (212)245-3009  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-519-5192  
 Email: skaplan@kanekessler.com  
 Correspondent Name: Susan S. Kaplan  
 Address Line 1: 1350 Avenue of the Americas  
 Address Line 2: Kane Kessler, P.C.  
 Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	2198-2005	<b>TRADEMARK</b>
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NAME OF SUBMITTER:	Susan S. Kaplan
Signature:	/susan s. kaplan/
Date:	08/28/2008
<b>Total Attachments: 3</b> source=CERT OF OWN AND MERGER B-SQUARE AND ARMOR ACCESSORIES#page1.tif source=CERT OF OWN AND MERGER B-SQUARE AND ARMOR ACCESSORIES#page2.tif source=CERT OF OWN AND MERGER B-SQUARE AND ARMOR ACCESSORIES#page3.tif	

**CERTIFICATE OF OWNERSHIP AND MERGER**

**OF**

**B-SQUARE, INC.**  
**a Texas corporation**

**AND**

**ARMOR ACCESSORIES, INC.**  
**a Delaware corporation**

Pursuant to Section 253 of the General Corporation Law of Delaware

1. The constituent business entities participating in the merger herein certified are:
  - (i) ARMOR ACCESSORIES, INC. a business corporation incorporated on March 3, 2000 under the laws of the state of Delaware (hereinafter, the "Surviving Company").
  - (ii) B-SQUARE, INC., a corporation being merged into the Surviving Company, incorporated on October 8, 1993 under the laws of the State of Texas (hereinafter, the "Merging Company").
2. The Surviving Company is the owner of all of the outstanding stock of the Merging Company.
3. The laws of the jurisdiction of organization of the Merging Company permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. A merger may be effected and filed without the necessary tax clearance or suggested tax certificate evidencing tax clearance, if the plan of merger (or alternative statement filed in lieu of the plan) provides a statement that one or more of the surviving, new, or acquiring entities will be responsible for the payment of all such fees and franchise taxes and that all of such surviving, new or acquiring domestic or foreign corporations and other entities will be obligated to pay such fees and franchise taxes if the same are not timely paid.
5. The Merging Company hereby merges with and into the Surviving Company with the Surviving Company surviving the Merger.
6. The effective date of the Merger shall be December 30, 2005.
7. The following is a copy of the resolutions adopted on December 28, 2005 by the Board of Directors of the Surviving Company (prior to the merger) to merge the said Merging Company with and into the Surviving Company.

**RESOLVED**, that the Merging Company be merged with and into the Surviving Company, and that all of the estate, property rights, privileges, powers, and franchises of the Merging Company be vested in and held and enjoyed by the Surviving Company as fully and entirely and without change or diminution as the same were before held and enjoyed by the Merging Company in its name.

**RESOLVED**, that the Surviving Company assume all of the obligations of the Merging Company.

**RESOLVED**, that the Surviving Company shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

**IN WITNESS WHEREOF, ARMOR ACCESSORIES, INC., the surviving company,  
has caused this Certificate of Ownership and Merger to be duly executed by its authorized  
officer, this 28<sup>th</sup> day of December, 2005.**

**ARMOR ACCESSORIES, INC.**

By: *Phil Baratelli*

**Name: Phil Baratelli**

**Title: Vice President and  
Assistant Secretary**