

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
No Fear, Inc.		02/23/2009	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Simo Holdings, Inc.		
Street Address:	1812 Aston Avenue		
City:	Carlsbad		
State/Country:	CALIFORNIA		
Postal Code:	92008		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1600980	FEARLESS	
Registration Number:	1996125	FEARLESS FACTORY	
Registration Number:	2000192	FEARLESS	
CORRESPONDENCE DATA			
Fax Number:	(858)272-0221		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	8582720220		
Email:	trademarks@ipla.com		
Correspondent Name:	John M. Kim and Joshua J. Richman		
Address Line 1:	1940 Garnet Avenue, Suite 230		
Address Line 4:	San Diego, CALIFORNIA 92109		
ATTORNEY DOCKET NUMBER:	NO FEAR: FEARLESS (US)		
NAME OF SUBMITTER:	Joshua J. Richman		
Signature:	/Joshua J. Richman/		

OP \$90.00 1600980

Date:

12/14/2009

Total Attachments: 4

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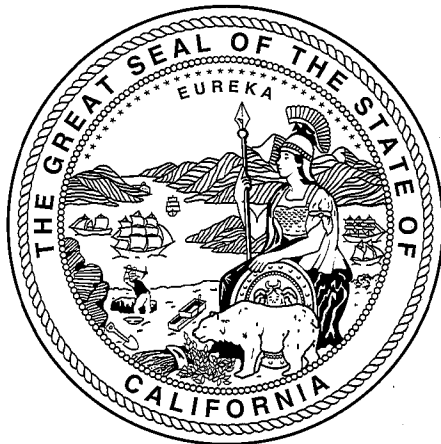
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State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 09 2009

DEBRA BOWEN
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

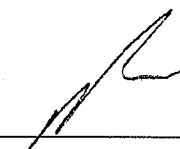
MAR 05 2009

CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
NO FEAR, INC.

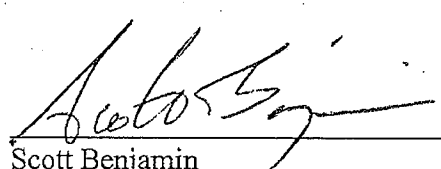
We, Mark Simo and Scott Benjamin, hereby certify that:

- (1) We are the duly elected and acting Chief Executive Officer and Secretary, respectively, of No Fear, Inc., a California corporation (the "*Company*");
- (2) The Articles of Incorporation of the Company shall be amended and restated to read in full as set forth in Exhibit A attached hereto and incorporated herein by reference as if fully set forth herein;
- (3) The foregoing amendment and restatement of the Articles of Incorporation has been duly approved by the Board of Directors of the Company; and
- (4) The foregoing amendment and restatement of the Articles of Incorporation has been duly approved by the required vote of shareholders of the Company in accordance with Section 902 of the California Corporations Code. The Company has only one class of stock. The total number of outstanding shares of the Company is 7,205,714. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding shares.
- (5) We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment at Carlsbad, California on February 23, 2009.



Mark Simo
Chief Executive Officer



Scott Benjamin
Secretary

Exhibit A

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SIMO HOLDINGS, INC.

I

The name of this corporation is Simo Holdings, Inc. (the "*Company*").

II

The purpose of the Company is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The number of shares of stock that the Company shall have authority to issue is 100,000,000 shares, designated "common stock," each share having a par value of \$0.0001.

IV

The Board shall have the power to adopt, amend and repeal the bylaws of the Company (except insofar as the bylaws of the Company as adopted by action of the stockholders of the Company shall otherwise provide). Any bylaws made by the directors under the powers conferred hereby may be amended or repealed by the directors or by the stockholders, and the powers conferred in this Article V shall not abrogate the right of the stockholders to adopt, amend and repeal bylaws.

V

A. To the fullest extent permitted by California law as the same exists or as may hereafter be amended, no director of the Company shall be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director. If California law is amended after approval by the stockholders of this Article VIII to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Company shall be eliminated or limited to the fullest extent permitted by California law as so amended.

B. The Company is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) through bylaw provisions, agreements with the agents, vote of shareholders or disinterested directors, or otherwise in excess of the

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indemnification otherwise permitted by Section 317 of the California Corporations Code, subject only to applicable limits set forth in Section 204 of the California Corporations Code with respect to actions for breach of duty to the corporation and its shareholders. The Company is further authorized to provide insurance for agents as set forth in Section 317 of the California Corporations Code, provided that in cases where the Company owns all or a portion of the shares of the company issuing such insurance policy, one of the two conditions set forth in Section 317 of the California Corporations Code is satisfied.

C. Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of the Company's Articles of Incorporation inconsistent with this Article VIII, shall eliminate or reduce the effect of this Article VIII in respect of any matter occurring or any action or proceeding accruing or arising or that, but for this Article VIII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

