

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/03/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Board Dudes, Inc.		01/03/2008	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	MEGA Brands America, Inc.
Street Address:	36 Technology Drive, Suite 250
Internal Address:	Legal Department
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92618
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2806686	BOARD DUDES
Registration Number:	2806687	
Registration Number:	3467874	ERAZORS

CORRESPONDENCE DATA

Fax Number: (514)333-4641
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 5143335555
 Email: jpetras@megabrands.com
 Correspondent Name: Jennifer Petras
 Address Line 1: 4505 Hickmore
 Address Line 2: Legal Department
 Address Line 4: Montreal, CANADA H4T1K4

ATTORNEY DOCKET NUMBER: BOARD DUDES' MARKS

TRADEMARK

900151643

REEL: 004127 FRAME: 0567

OP \$90.00 2806686

NAME OF SUBMITTER:	Jennifer Petras
Signature:	/Jennifer Petras/
Date:	01/08/2010
Total Attachments: 2 source=2008-01-03 Merger certificate (Board Dudes into MBA)#page1.tif source=2008-01-03 Merger certificate (Board Dudes into MBA)#page2.tif	

New Jersey Division of Revenue
Certificate of Merger/Consolidation
(Profit Corporations)

This form may be used to record the merger or consolidation of a corporation with or into another business entity or entities, pursuant to NJS 14A. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the Department of the Treasury, Division of Revenue's office.

1. Type of Filing (check one): Merger Consolidation

2. Name of Surviving Business Entity: MEGA Brands America, Inc.

3. Name(s)/Jurisdiction(s) of All Participating Business Entities including Surviving Entity:

Name	Jurisdiction	Identification # Assigned by Treasurer (if applicable)
The Board Dudes, Inc.	California	
MEGA Brands America, Inc.	New Jersey	

4. Date Merger/Consolidation adopted: 1/3/08

5. Voting: (all corporations involved; attach additional sheets if necessary)

-a Corp. Name [The Board Dudes, Inc.] Outstanding Shares
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For _____ Voting Against _____ : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

-b Corp. Name [MEGA Brands America, Inc.] Outstanding Shares
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For _____ Voting Against _____ : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

-c Corp. Name Outstanding Shares
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For _____ Voting Against _____ : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

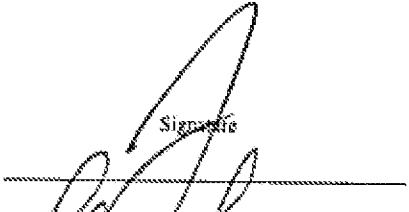
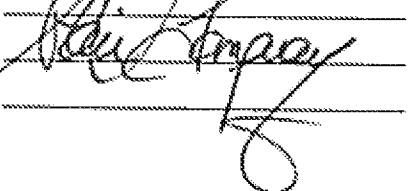
6. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer:

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of any domestic or foreign corporation, previously amenable to suit in this State, which is a party to this merger/consolidation, and in any proceeding for the enforcement of the rights of a dissenting shareholder of such domestic corporation against the surviving corporation.

The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the surviving business entity at the Service of Process address stated above.

The Surviving Business Entity also agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they may be entitled under the provisions of Title 14A.

7. Effective Date (see inst.): JANUARY 3, 2008

Signature	Name	Title	Date
	<u>Vic Bertrand</u>	<u>President, MESA USA, INC.</u>	<u>Jan 3, 2008</u>
	<u>Alain Tangnay</u>	<u>Vice President, BOARD DUES, INC.</u>	<u>Jan 3, 2008</u>

**Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646