

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
No Fear, Inc.		04/13/2010	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	No Fear Retail Stores, Inc.
Street Address:	1812 Aston Avenue
City:	Carlsbad
State/Country:	CALIFORNIA
Postal Code:	92008
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2065291	FACE YOUR FEARS
Registration Number:	2402250	FEAR
Registration Number:	2203143	FEAR GOD
Registration Number:	1981665	FEAR ME
Registration Number:	2285679	FEAR NO FISH
Registration Number:	2976860	FEAR THIS
Registration Number:	2044263	FEAR THIS
Registration Number:	1912489	FEAR THIS
Registration Number:	2999104	NF-155
Registration Number:	2019466	FEAR GOD

CORRESPONDENCE DATA

Fax Number: (760)602-8396
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 760-931-9550

OP \$265.00 2065291

Email: scottb@nofear.com
Correspondent Name: Scott Benjamin
Address Line 1: 1812 Aston Avenue
Address Line 4: Carlsbad, CALIFORNIA 92008

NAME OF SUBMITTER:	Scott Benjamin
Signature:	/s/ Scott Benjamin
Date:	04/13/2010

Total Attachments: 3
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

No Fear, Inc.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: California
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) _____

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: No Fear Retail Stores, Inc.

Internal _____

Address: _____

Street Address: 1812 Aston Ave

City: Carlsbad

State: California

Country: USA Zip: 92008

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit A attached.

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

See Exhibit A attached.

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Scott D. Benjamin

Internal Address: _____

Street Address: 1812 Aston Avenue

City: Carlsbad

State: California Zip: 92008

Phone Number: 760-930-9550

Fax Number: 760-930-1769

Email Address: scottb@nofear.com

6. Total number of applications and registrations involved:

10

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$265.00

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

SCOTT BENJAMIN

Signature

4/13/10

Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ASSIGNMENT OF TRADEMARKS

WHEREAS, No Fear, Inc. ("Assignor"), a California corporation, having a place of business at 1812 Aston Avenue, Carlsbad, California 92008, is the owner of the trademarks set forth on Exhibit "A" (the "Trademarks"), which are registered in the United States Patent and Trademark Office; and

WHEREAS, No Fear Retail Stores, Inc. ("Assignee"), a California corporation, having a place of business at 1812 Aston Avenue, Carlsbad, California 92008, desires to acquire the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee and Assignee hereby accepts all right, title and interest in the United States in and to the Trademarks together with the goodwill of the business symbolized by the registrations thereof.

Executed at Carlsbad, California, effective April 13, 2010.

"Assignor"

NO FEAR, INC.

By: _____

Mark Simo
Chief Executive Officer

"Assignee"


NO FEAR RETAIL STORES, INC.

By: _____

Scott Benjamin
Executive Vice President

Exhibit A

Trademarks

MARK	REGISTRATION NO.
FACE YOUR FEARS	2,065,291
FEAR	2,402,250
FEAR GOD	2,203,143
FEAR ME	1,981,665
FEAR NO FISH	2,285,679
FEAR THIS	2,976,860
FEAR THIS	2,044,263
FEAR THIS	1,912,489
NF-155	2,999,104
FEAR GOD Stylized 	2,019,466