

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

06/11/2011
 900194194

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Conversion of entity
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hyper Wear LLC		05/04/2011	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	Hyper Wear Inc. <i>a Delaware Corporation USA</i>
Street Address:	2210 Denton Dr.
Internal Address:	Ste. 103
City:	Austin
State/Country:	TEXAS
Postal Code:	78758
Entity Type:	CORPORATION:

FHB

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3546305	HYPER WEAR
Registration Number:	3546306	HYPER VEST
Registration Number:	3714409	SANDBELL
Registration Number:	3913675	STEELBELL

OP \$116.00 3546305

CORRESPONDENCE DATA

Fax Number: (888)683-0219
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 512-996-0808
 Email: dirk@hyperwear.com
 Correspondent Name: Dirk Buikema
 Address Line 1: 5200 S. Scout Island Cir.
 Address Line 4: Austin, TEXAS 78758

NAME OF SUBMITTER:	Dirk Buikema
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700466553

TRADEMARK
REEL: 004577 FRAME: 0539

Signature:	/Dirk Buikema/
Date:	06/11/2011
Total Attachments: 8 source=HW State Texas Conversion filing LLC to Inc#page1.tif source=HW State Texas Conversion filing LLC to Inc#page2.tif source=HW State Texas Conversion filing LLC to Inc#page3.tif source=HW State Texas Conversion filing LLC to Inc#page4.tif source=HW State Texas Conversion filing LLC to Inc#page5.tif source=HW State Texas Conversion filing LLC to Inc#page6.tif source=HW State Texas Conversion filing LLC to Inc#page7.tif source=HW State Texas Conversion filing LLC to Inc#page8.tif	

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

May 04, 2011

WINSTEAD PC
1201 ELM STREET, SUITE 5400
Dallas, TX 75270 USA

RE: Hyper Wear, Inc.
File Number: [Entity not of Record, Filing Number Not Available]

It has been our pleasure to approve and place on record the filing instrument effecting a conversion. The appropriate evidence is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Hyper Wear, L.L.C
File Number: 800739344

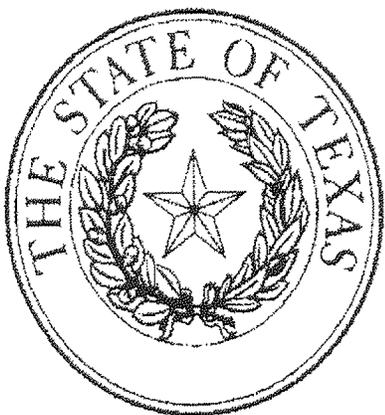
Converting it to

Hyper Wear, Inc.
File Number: [Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 05/04/2011

Effective: 05/04/2011



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555

Fax: (512) 463-5709

Dial: 7-**TRADEMARK**

REEL: 004577 FRAME: 0542

CERTIFICATE OF CONVERSION
OF
HYPER WEAR, LLC
(A Texas Limited Liability Company)
INTO
HYPER WEAR, INC.
(A Delaware Corporation)

FILED
In the Office of the
Secretary of State of Texas

MAY 04 2011

Corporations Section

- LLC.
1. The name of the converting limited liability company (the "Company") is Hyper Wear,
 2. The jurisdiction of formation of the Company is Texas.
 3. The date of formation of the Company is November 29, 2006.
 4. The file number issued to the Company by the Texas Secretary of State is 0800739344.
 5. The Company is converting to a for-profit corporation. The name of the corporation (the "Corporation") is Hyper Wear, Inc.
 6. The Corporation will be formed under the laws of Delaware.
 7. The Company certifies to the following statements:
 - (a) A signed plan of conversion is on file at the principal place of business of the Company, the converting entity. The address of the principal place of business of the Company is 2210 Denton Drive, Suite 103, Austin, Texas 78758.
 - (b) A signed plan of conversion will be on file after the conversion at the principal place of business of the Corporation, the converted entity. The address of the principal place of business of the Corporation is 2210 Denton Drive, Suite 103, Austin, Texas 78758.
 - (c) A copy of the plan of conversion will be furnished, on written request without cost, by the Company before the conversion or by the Corporation after the conversion to any member of the Company or stockholder of the Corporation.
 8. The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the Company.
 9. This document becomes effective when the document is accepted and filed by the Texas Secretary of State.
 10. In lieu of providing the tax certificate, the Corporation, as the converted entity, is liable for the payment of any franchise taxes.

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

EXECUTED this 29th day of April, 2011.

HYPER WEAR, LLC

By 
Mark T. Rames, Manager

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

May 04, 2011

WINSTEAD PC
1201 ELM STREET, SUITE 5400
Dallas, TX 75270 USA

RE: Hyper Wear, Inc.
File Number: 801421106

It has been our pleasure to file the application for registration and issue the enclosed certificate of filing evidencing the authority of the foreign for-profit corporation to transact business in Texas.

Unless exempted, the foreign entity is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the foreign entity. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>.

The registered foreign entity is not required to file annual reports with the Secretary of State. An application for amended registration must be filed with the Secretary of State if the foreign entity changes its name, changes the purposes to be pursued in Texas, or changes the assumed name it elected to use on its application for registration. It is important for the foreign entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the revocation of the entity's registration by the Secretary of State.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

CERTIFICATE OF FILING OF

Hyper Wear, Inc.
File Number: 801421106

The undersigned, as Secretary of State of Texas, hereby certifies that an Application for Registration for the above named Foreign For-Profit Corporation to transact business in this State has been received in this office and has been found to conform to the applicable provisions of law.

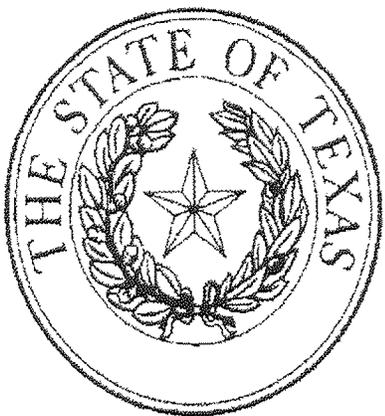
ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the authority of the entity to transact business in this State from and after the effective date shown below for the purpose or purposes set forth in the application under the name of

Hyper Wear, Inc.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 05/04/2011

Effective: 05/04/2011



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

MAY 04 2011

Corporations Section

**APPLICATION FOR REGISTRATION OF A
FOREIGN FOR-PROFIT CORPORATION**

1. The entity is a foreign for-profit corporation. The name of the entity is Hyper Wear, Inc.
2. A. The name of the corporation in its jurisdiction of formation does not contain the word "corporation," "company," "incorporated," or "limited" (or an abbreviation thereof). The name of the corporation with the word or abbreviation that it elects to add for use in Texas is N/A.

B. The corporation name is not available in Texas. The assumed name under which the corporation will qualify and transact business in Texas is N/A.
3. Its federal employer identification number is unavailable at this time.
4. It is incorporated under the laws of Delaware and the date of its formation in that jurisdiction is May 4, 2011.
5. As of the date of filing, the undersigned certifies that the foreign corporation currently exists as a valid corporation under the laws of the jurisdiction of its formation.
6. The purpose of the corporation that it proposes to pursue in the transaction of business in Texas is to engage in the transaction of any and all lawful business for which corporations may be organized under the Texas Business Organizations Code. The corporation also certifies that it is authorized to pursue such stated purpose or purposes in the state or country under which it is incorporated.
7. The date on which the foreign entity intends to transact business in Texas, or the date on which the foreign entity first transacted business in Texas is May 5, 2011.
8. The principal office address of the corporation is 2210 Denton Drive, Austin, Texas 78758.
9. The initial registered agent is Dirk Bulkema, and the business address of the registered agent and the registered office address is 2210 Denton Drive, Austin, Texas 78758.
10. The corporation hereby appoints the Secretary of State of Texas as its agent for service of process under the circumstances set forth in section 5.251 of the Texas Business Organizations Code.

11. The name and address of each person on the Board of Directors are:

Name	Address
Denver Fredenburg	2210 Denton Drive Austin, Texas 78758
Dirk Buikema	2210 Denton Drive Austin, Texas 78758
Craig Harris	260 Addie Roy Road, Suite 208 Austin, Texas 78746

12. This document becomes effective when the document is filed by the Secretary of State.

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date:

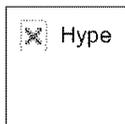
April 19th 2011

HYPER WEAR, INC.,
a Delaware corporation

By:

Mark T. Raines
Mark T. Raines, President

Corrected cover sheet for assignment included with this package.



Dirk Buikema, C.O.O. | 2210 Denton Dr., # 103, Austin, TX 78758 | 888-460-0628 (toll free)

512-996-0808 (main) 888-683-0219 (fax) | 512-736-1743 (cell) | hyperwear.com