

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM368820

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Heeling Sports Limited		12/30/2015	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Heeling Sports Limited		
Street Address:	601 W. 26th Street, 9th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 40			
Property Type	Number	Word Mark	
Registration Number:	2698390	HEELYS	
Registration Number:	2693898	H HEELYS	
Registration Number:	3949037	N	
Registration Number:	3959241	H X2	
Registration Number:	3949036	N NANO	
Registration Number:	3952197	NANO	
Registration Number:	4147099	HEELYS HX2	
Registration Number:	3712007	H HEELYS WORLDWIDE	
Registration Number:	3805558	H HEELYS WORLDWIDE	
Registration Number:	3578567		
Registration Number:	4310384	SIDEWALKSPORTS	
Registration Number:	3904490	H	
Registration Number:	2720347	HEELYS	
Registration Number:	4001254	SOLE-LINK	
Registration Number:	3510858	POWER UP	
Registration Number:	4099703		
Registration Number:	2684399	H	
Registration Number:	2871922	HEELING	
Registration Number:	2840485	HEELING	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	3339689	H
Registration Number:	2484098	O
Registration Number:	3679845	HEELYS
Registration Number:	2190714	SOAP
Registration Number:	2202708	UHF
Registration Number:	2361034	SOAP
Registration Number:	2189162	UHF
Serial Number:	85971759	3HE
Serial Number:	86231656	HEELYS
Serial Number:	86232087	H
Serial Number:	86232088	H
Serial Number:	86232078	H
Serial Number:	86232045	HEELYS
Serial Number:	86232051	HEELYS
Serial Number:	86231480	HEELYS
Serial Number:	86232058	H
Serial Number:	86231554	HEELYS
Serial Number:	86232062	H
Serial Number:	86231603	HEELYS
Serial Number:	86232069	H
Serial Number:	86604221	SKATE-MATE

CORRESPONDENCE DATA

Fax Number: 9494754754

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 949-451-3800

Email: skann@gibsondunn.com

Correspondent Name: Stephanie S. Kann, Senior Paralegal

Address Line 1: 3161 Michelson Drive

Address Line 2: Gibson, Dunn & Crutcher LLP

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER: 93018-00009

NAME OF SUBMITTER: Stephanie S. Kann

SIGNATURE: /stephanie s. kann/

DATE SIGNED: 01/12/2016

Total Attachments: 4

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A TEXAS LIMITED PARTNERSHIP UNDER THE NAME OF "HEELING SPORTS LIMITED" TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2015, AT 1:36 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

5922422 8100F
SR# 20151584771

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 10705534
Date: 12-30-15

TRADEMARK
REEL: 005707 FRAME: 0404

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED PARTNERSHIP TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Limited Partnership first formed is
Texas.
- 2.) The jurisdiction immediately prior to filing this Certificate is Texas.
- 3.) The date the Limited Partnership first formed is 05/23/2000.
- 4.) The name of the Limited Partnership immediately prior to filing this Certificate is
Heeling Sports Limited.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is
Heeling Sports Limited.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf
of the converting Limited Partnership have executed this Certificate on the
30th day of December, A.D. 2015.

HEELING MANAGEMENT CORP.,
its general partner

By: /s/ Yehuda Shmidman

Name: Yehuda Shmidman
Print or Type

Title: Authorized Officer
Print or Type

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "HEELING SPORTS LIMITED" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2015, AT 1:36 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

5922422 8100F
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Authentication: 10705534
Date: 12-30-15

TRADEMARK
REEL: 005707 FRAME: 0406

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION

• **First:** The name of this Corporation is Heeling Sports Limited

• **Second:** Its registered office in the State of Delaware is to be located at
2711 Centerville Road, Suite 400, in the City of Wilmington
County of New Castle Zip Code 19808.

The registered agent in charge thereof is Corporation Service Company

Third: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

• **Fourth:** The amount of the total stock of this corporation is authorized to issue is
1,000 shares (number of authorized shares) with a par value of
\$.01 per share.

• **Fifth:** The name and mailing address of the incorporator are as follows:
Name Brett Uslander
Mailing Address 200 Park Avenue
New York, NY Zip Code 10166

• **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this
30th day of December, A.D. 2015.

BY: /s/ Brett Uslander
(Incorporator)

NAME: Brett Uslander
(type or print)