

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the owner name previously recorded on Reel 002384 Frame 0852. Assignor(s) hereby confirms the merger of Wavetrak, Inc. into SurfMerger, Sub, Inc. with surviving corporation named Surflin, Inc., a Delaware corporation.		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wavetrak, Inc.		03/15/2000	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Surflin, Inc.		
Street Address:	402 Eighth Avenue		
Internal Address:	Suite 207		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94102		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2397847	BEACHLIVE	
CORRESPONDENCE DATA			
Fax Number:	(214)981-3400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	214-981-3300		
Email:	jchester@sidley.com		
Correspondent Name:	Sidley Austin LLP c/o Julia Chester		
Address Line 1:	717 N. Harwood		
Address Line 2:	Suite 3400		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	32046-00901		
NAME OF SUBMITTER:	Julia M. Chester		

CH \$40.00 2397847

900148665

TRADEMARK
REEL: 004104 FRAME: 0340

Signature:	/Julia M. Chester/
Date:	11/29/2009
<p>Total Attachments: 15</p> <p>source=corrective assign#page1.tif source=corrective assign#page2.tif source=corrective assign#page3.tif source=corrective assign#page4.tif source=corrective assign#page5.tif source=corrective assign#page6.tif source=corrective assign#page7.tif source=corrective assign#page8.tif source=corrective assign#page9.tif source=corrective assign#page10.tif source=corrective assign#page11.tif source=corrective assign#page12.tif source=corrective assign#page13.tif source=corrective assign#page14.tif source=corrective assign#page15.tif</p>	

DECLARATION OF SEAN COLLINS
UNDER 37 C.F.R. §2.20

I, Sean Collins, President of Surfline\Wavetrak, Inc., a Delaware corporation, current owner and registrant of U.S. Trademark Registration No. 2,397,847, BEACHLIVE ("the Mark"), have personal knowledge of the ownership of the Mark.

The mark was registered on October 24, 2000 to individual, Sean Collins. On February 15, 2000, Sean Collins assigned the Mark to Wavetrak, Inc., a California Corporation. This Assignment is of record at the U.S. Trademark Office.

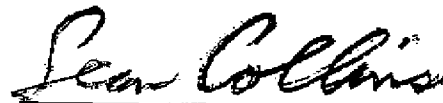
On March 15, 2000, Wavetrak, Inc. merged with, and into Surf Merger Sub, Inc., a Delaware corporation, with the merged entity surviving as Surfline, Inc., a Delaware corporation which merger effected title in the Mark to Surfline, Inc., a Delaware corporation. Attached hereto as Exhibit A is a copy of the Certificate of Merger of Wavetrak, Inc., and Surf Merger Sub, Inc. which was duly recorded at the State of Delaware, Office of the Secretary of State on March 17, 2000.

On March 17, 2001, the Certificate of Merger of Wavetrak, Inc., and Surf Merger Sub, Inc. was incorrectly recorded against the Mark at Reel: 002384 and Frame: 0852, because of an incorrect cover sheet. Attached hereto as Exhibit B is a copy of the cover sheet and document recorded at Reel: 002384 and Frame: 0852, showing a merger of Wavetrak, Inc. into Surfline, Inc. a California Limited Partnership instead of merger in and to Surfline, Inc., a Delaware corporation thus establishing an incorrect record in the chain of title of the Mark.

This Declaration is being filed to correct chain of title in the Mark as reflected in Exhibit A.

SURFLINE\WAVETRAK, INC.

By:



Sean Collins

Its:

President

EXHIBIT A

00618928

State of Delaware
Office of the Secretary of State

ENDORSED - FILED
In the Office of the Secretary of State
of the State of California

MAR 28 2000

BILL JONES, Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WAVETRAK, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "SURF MERGER SUB, INC." UNDER THE NAME OF

"~~SURELINE, INC.~~", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF MARCH, A.D. 2000, AT 1 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3173142 8100M

001136371

AUTHENTICATION: 0322389

DATE: 03-17-00

CERTIFICATE OF MERGER

OF

WAVETRAK, INC.,
a California corporation,

AND

SURF MERGER SUB, INC.,
a Delaware corporation

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) Wavetrak, Inc., which is incorporated under the laws of the State of California ("Wavetrak"); and
 - (ii) Surf Merger Sub, Inc., which is incorporated under the laws of the State of Delaware ("Merger Sub").
2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by Wavetrak in accordance with the laws of the State of its incorporation and by Merger Sub in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is Surf Merger Sub, Inc., which will continue its existence as said surviving corporation under the name Surfline, Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of Merger Sub is to be amended and changed by reason of the merger herein certified by striking out Article I thereof, relating to the name, and by substituting in lieu thereof the following article:

"ARTICLE I

NAME

The name of the corporation (the "Corporation") is Surfline, Inc."

SF_DOCS274499.2 (W97)

2

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 PM 03/17/2000
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TRADEMARK
REEL: 004104 FRAME: 0345

5. The executed Merger Agreement between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

Surflinc, Inc.
c/o Swell.com, Inc.
402 Eighth Avenue, Suite 207
San Francisco, CA 94102

6. A copy of the aforesaid Merger Agreement will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock Wavetrak, Inc. consists of 250,000 shares of Common Stock, without par value.


8. This Certificate of Merger shall become effective at the time of filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, this Certificate of Merger is hereby signed on behalf of each of the constituent corporations parties hereto.

Dated: March 15, 2000

WAVETRAK, INC.,
a California corporation

By:


Sean Collins,
President

SURF MERGER SUB, INC.,
a Delaware corporation

By:


Nicholas Nathanson,
President

SF_DOCS224492 (1997)

IN WITNESS WHEREOF, this Certificate of Merger is hereby signed on behalf of each of the constituent corporations parties hereto.

Dated: March 15, 2000

WAVETRAK, INC.,
a California corporation

By: _____
Sean Collins,
President

SURF MERGER SUB, INC.,
a Delaware corporation

By: *Nicholas Nathanson*
Nicholas Nathanson,
President

SF.DOC6224499.2 [W97]

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TRADEMARK
REEL: 004104 FRAME: 0348

EXHIBIT B

10-18-2001

- 9 2001



101876821

Form PTO-1594 (Rev. 03/01) OMB No. 0851-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wavetrak, Inc.

10/09/01

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: March 15, 2000

2. Name and address of receiving party(ies)

Name: Surfline, Inc.

Internal

Address: Sean Collins, President

Street Address: 300 Pacific Coast Highway Suite 310

Huntington City: Beach State: CA Zip: 92548

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other

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) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No(s) 75/846572

B. Trademark Registration No.(s) 2,397,847 1,894,138 2,370,561

Additional number(s) attached Yes No

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

Name: Catherine L. Donohue, Esq.

Internal Address: Gibson, Dunn & Crutcher LLP

Street Address: Jamboree Center 4 Park Plaza

City: Irvine State: CA Zip: 92614-8557

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number: 501408

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David A. Segal, Esq.

Name of Person Signing

Signature

October 5, 2001

Date

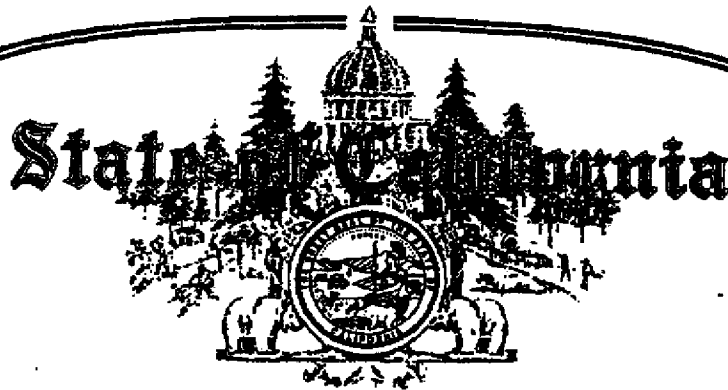
Total number of pages including cover sheet, attachments, and document: 17

10/17/2001 BYTIME 0000175 501408 75846572

All documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 48.00 CR 02 FC:482 75.00 CR

TRADEMARK REEL: 004104 FRAME: 0852 REEL: 004104 FRAME: 0350



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 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

APR 10 2000

Bill Jones

Secretary of State



D0618928

State of Delaware
Office of the Secretary of State

ENDORSED - FILED
In the Office of the Secretary of State
of the State of California

MAR 28 2000

BILL JONES, Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WAVETRAK, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "SURF MERGER SUB, INC." UNDER THE NAME OF
"SURFLINE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE SEVENTEENTH DAY OF MARCH, A.D. 2000, AT 1 O'CLOCK
P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3173142 8100M

001136371

AUTHENTICATION: 0322389

DATE: 03-17-00

TRADEMARK
REEL: 004104 FRAME: 0854
REEL: 004104 FRAME: 0352

CERTIFICATE OF MERGER

OF

WAVETRAK, INC.,
a California corporation,

AND

SURF MERGER SUB, INC.,
a Delaware corporation

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) Wavetrak, Inc., which is incorporated under the laws of the State of California ("Wavetrak"); and
 - (ii) Surf Merger Sub, Inc., which is incorporated under the laws of the State of Delaware ("Merger Sub").
2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by Wavetrak in accordance with the laws of the State of its incorporation and by Merger Sub in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is Surf Merger Sub, Inc., which will continue its existence as said surviving corporation under the name Surfline, Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of Merger Sub is to be amended and changed by reason of the merger herein certified by striking out Article I thereof, relating to the name, and by substituting in lieu thereof the following article:

"ARTICLE I

NAME

The name of the corporation (the "Corporation") is Surfline, Inc."

SF_DOCS224499.2 (W97)

2

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 PM 03/17/2000
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TRADEMARK
REEL: 002284 FRAME: 0855
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REEL: 004104 FRAME: 0353

5. The [redacted] Merger Agreement between the aforesaid [redacted] constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

Surflin, Inc.
c/o Swell.com, Inc.
402 Eighth Avenue, Suite 207
San Francisco, CA 94102

6. A copy of the aforesaid Merger Agreement will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock Wavetrak, Inc. consists of 250,000 shares of Common Stock, without par value.

8. This Certificate of Merger shall become effective at the time of filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, this Certificate of Merger is hereby signed on behalf of each of the constituent corporations parties hereto.

Dated: March 15, 2000

WAVETRAK, INC.,
a California corporation

By: *Sean Collins*
Sean Collins,
President

SURF MERGER SUB, INC.,
a Delaware corporation

By: Nicholas Nathanson
Nicholas Nathanson,
President

SF_DOC324499.2 (1997)

4

IN WITNESS WHEREOF, this Certificate of Merger is hereby signed on behalf of each of the constituent corporations parties hereto.

Dated: March 15, 2000

WAVETRAK, INC.,
a California corporation

By: _____
Sean Collins,
President

SURF MERGER SUB, INC.,
a Delaware corporation

By: *Nicholas Nathanson*
Nicholas Nathanson,
President

SF DOCS 2244899.2 (W97)

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RECORDED: 11/29/2009

TRADEMARK
REEL: 004104 FRAME: 0858
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