

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Correction of owner name	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Surfline/Wavetrak, Inc.		08/30/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Surfline\Wavetrak, Inc.		
Street Address:	300 Pacific Coast Highway		
Internal Address:	Suite 310		
City:	Huntington Beach		
State/Country:	CALIFORNIA		
Postal Code:	92648		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2984177	XXL	
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, Esq		
Address Line 1:	717 N. Harwood		
Address Line 2:	Suite 3400		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	32046-02601		
NAME OF SUBMITTER:	Julia M. Chester		
Signature:	/Julia M. Chester/		

CH \$40.00 2984177

900171888

**TRADEMARK
 REEL: 004280 FRAME: 0390**

Date:

09/17/2010

Total Attachments: 8

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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 ("Registrant") of XXL, Trademark Registration No. 2,984,177 ("the Mark"), have personal knowledge of the corporate events relating to the ownership of the Mark.

On January 12, 2004, Registrant applied for the Mark, but made a mistake in the way the Applicant's name was set forth in the application by indicating that Applicant (now Registrant) was a California corporation, when it was a Delaware corporation. Registrant further mis-typed punctuation within the Mark. No California corporation was then, or now, in existence. Attached as Exhibit A are Articles of Incorporation of Surfline/Wavetrak, Inc., a Delaware corporation. Attached as Exhibit B is the Restated Certificate of Incorporation of Surfline/Wavetrak, Inc., amending its name to Surfline\Wavetrak, Inc., dated October 9, 2001. Surfline\Wavetrak, Inc., Delaware corporation, is a corporation in good standing under the laws of the State of Delaware, and has, since 2001, been the owner of the Mark controlling the nature and quality of the goods and services provided under the Mark.

The undersigned, being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his own knowledge are true; and all statements made on information and belief are believed to be true.

SURFLINE\WAVETRAK, INC.,
a Delaware corporation

By: 
Sean Collins
Its: President

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "SURFLINE/WAVETRAK, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF OCTOBER, A.D. 2001, AT 7 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3434814 8100

010502489

AUTHENTICATION: 1382012

DATE: 10-09-01

TRADEMARK
REEL: 004280 FRAME: 0393

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
SURFLINE\WAVETRAK, INC.

Surflin\Wavetrak, Inc., a Delaware corporation (the "Corporation"), hereby certifies that:

1. The name of the Corporation is Surflin\Wavetrak, Inc. The original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on the 10th day of September, 2001.

2. The Corporation's Amended and Restated Certificate of Incorporation, in the form attached hereto as Exhibit A, has been duly adopted in accordance with the provisions of Sections 245 and 242 of the Delaware General Corporation Law by the directors and stockholders of the Corporation.

3. The Amended and Restated Certificate of Incorporation so adopted reads in full as set forth in Exhibit A attached hereto and is incorporated herein by reference.

IN WITNESS WHEREOF, Surflin\Wavetrak, Inc. has caused this certificate to be executed by its President as of the 9th day of October, 2001.

Surflin\Wavetrak, Inc.,
a Delaware corporation

/s/ Sean Collins
Sean Collins
President

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 07:00 PM 10/09/2001
010302489 - 3434814

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "SURFLINE/WAVETRAK, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF SEPTEMBER, A.D. 2001, AT 5 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3434814 8100

AUTHENTICATION: 1337242

010448384

DATE: 09-11-01

TRADEMARK
REEL: 004280 FRAME: 0395

**CERTIFICATE OF INCORPORATION
OF
SURFLINE/WAVETRAK, INC.**

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation is:

Surflin/Wavetrak, Inc.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The address of the registered office of the corporation in the State of Delaware is 9 East Loockerman Street, in the City of Dover 19901, County of Kent, and the name of its registered agent at that address is National Registered Agents, Inc.

**ARTICLE III
CORPORATE PURPOSE**

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.

**ARTICLE IV
AUTHORIZED CAPITAL STOCK**

The corporation shall be authorized to issue one class of stock to be designated Common Stock; the total number of shares which the corporation shall have authority to issue is one million (1,000,000), and each such share shall have a par value of one-tenth of one cent (\$0.001).

**ARTICLE V
INCORPORATOR**

The name and mailing address of the incorporator of the corporation is:

Kristie Tolliver
c/o National Corporate Research, LTD.
615 South DuPont Highway
Dover, Delaware 19901

**ARTICLE VI
AMENDMENT OF CORPORATION DOCUMENTS**

This corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, repeal, alter, amend and rescind the bylaws of this corporation.

**ARTICLE VII
ELECTION OF DIRECTORS**

Elections of directors need not be by written ballot unless the bylaws of the corporation shall so provide.

**ARTICLE VIII
LIMITATION OF DIRECTOR LIABILITY**

To the fullest extent permitted by the Delaware General Corporation Law as the same exists or may hereafter be amended, a director of this corporation will not be liable to this corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the director's duty of loyalty to this corporation or its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under Section 174 of the Delaware General Corporation Law; or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is amended after the date of the filing of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this corporation will be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended from time to time. No repeal or modification of this Article VIII by the stockholders will adversely affect any right or protection of a director of this corporation existing by virtue of this Article VIII at the time of such repeal or modification.

ARTICLE IX
INDEMNIFICATION OF DIRECTORS AND AGENTS

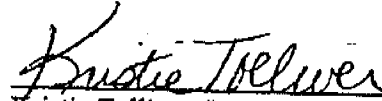
To the fullest extent permitted by applicable law, this corporation is also authorized to provide indemnification of (and advancement of expenses to) such directors and agents (and any other persons to which Delaware law permits this corporation to provide indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement of expenses otherwise permitted by Section 145 of the Delaware General Corporation Law, subject only to limits imposed by applicable Delaware law (statutory or non-statutory), with respect to actions for breach of duty to this corporation, its stockholders or others. No repeal or modification of this Article IX by the stockholders will adversely affect any right or protection of a director of this corporation existing by virtue of this Article IX at the time of such repeal or modification.

ARTICLE X
CREDITOR COMPROMISE OR ARRANGEMENT

Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Delaware, and in pursuance of the Delaware General Corporation Law, does make and file this Certificate.

Dated: September 10, 2001



Kristie Tolliver, Incorporator

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