

**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
DEEPOUTDOORS, INC		01/01/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	DEEPOUTDOORS, LLC
Street Address:	14145 Danielson Stree, Suite C
City:	Poway
State/Country:	CALIFORNIA
Postal Code:	92064
Entity Type:	Limited Liability Company: CALIFORNIA

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2851319	DEEPOUTDOORS
Registration Number:	2833680	MATRIX
Registration Number:	2833197	GROTTO GEAR
Registration Number:	2680145	DRI-VAULT
Registration Number:	2748969	INTEGRITY
Registration Number:	2748967	TRANQUILITY
Registration Number:	2748968	UNITY
Registration Number:	2748966	SERENITY
Registration Number:	2739790	
Registration Number:	2820285	DRI-FUSION
Registration Number:	2831943	HARMONY
Serial Number:	76389566	GO DEEP
Serial Number:	78156897	WATER CLOSET

CORRESPONDENCE DATA

CH \$340.00 2851319

Fax Number: (619)696-7124  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (619) 696-6700  
Email: mgastelum@gordonrees.com  
Correspondent Name: Richard P. Sybert  
Address Line 1: 101 West Broadway, Suite 1600  
Address Line 4: San Diego, CALIFORNIA 92101

ATTORNEY DOCKET NUMBER:	DEEP1015877
-------------------------	-------------

NAME OF SUBMITTER:	Richard P. Sybert
--------------------	-------------------

Total Attachments: 2 source=Assignment#page1.tif source=Assignment#page2.tif
--

## ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, DEEPOUTDOORS, INC., a California corporation, hereby irrevocably assigns all right, title and interest in the following trademarks listed below, including the good will appurtenant thereto, to DEEPOUTDOORS, LLC, a California limited liability company located at 14145 Danielson Street, Suite C, Poway, CA 92064:

1. United States Registered Trademark No. 2,851,319 for DEEPOUTDOORS (word mark), issued on June 8, 2004 for goods in International Classes 06, 08, 09, 011, 018, and 025.
2. United States Registered Trademark No. 2,833,680 for MATRIX, issued on April 20, 2004, for goods in International Classes 06, 09, and 028.
3. United States Registered Trademark No. 2,833,197 for GROTTO GEAR, issued on April 13, 2004 for goods in International Class 018.
4. United States Registered Trademark No. 2,680,145 for DRI-VAULT, issued on January 28, 2003 for goods in International Classes 09 and 028.
5. United States Registered Trademark No. 2,748,969 for INTEGRITY, issued on August 5, 2003, for goods in International Class 09.
6. United States Registered Trademark No. 2,748,967 for TRANQUILITY, issued on August 5, 2003, for goods in International Class 09.
7. United States Registered Trademark No. 2,748,968 for UNITY, issued on August 5, 2003, for goods in International Class 09.
8. United States Registered Trademark No. 2,748,966 for SERENITY, issued on August 5, 2003, for goods in International Class 09.
9. United States Registered Trademark No. 2,739,790 for DEEPOUTDOORS (design mark), issued on July 22, 2003, for goods in International Classes 06, 08, 09, 011, 016, 018, 025, and 028.
10. United States Registered Trademark No. 2,820,285 for DRI-FUSION, issued on March 2, 2004 for goods in International Class 09.
11. United States Registered Trademark No. 2,831,943 for HARMONY, issued on April 13, 2004, for buoyancy compensator devices for divers in International Class 09.
12. United States Trademark Application Serial No. 76/389566 for GO DEEP, filed on March 29, 2002, for goods in International Classes 08, 09, 016, and 011

13. United States Trademark Application Serial No. 78/156897 for WATER CLOSET, filed on August 22, 2002, for goods in International Class 018.

14. Canadian Trade Mark Application No. 1,139,665 for DEEPOUTDOORS (word mark), filed on May 3, 2002, for goods.

15. Canadian Trade Mark Application No. 1,139,664 for DEEPOUTDOORS (design mark), filed on May 3, 2002, for goods.

16. European Union Community Trade Mark Application No. 002682482 for DEEPOUTDOORS (word mark), filed on May 2, 2002, for goods in International Classes 06, 08, 09, 011, 018, and 025.

17. European Union Community Trade Mark Application No. 002690063 for DEEPOUTDOORS (design mark), filed on May 8, 2002 for goods in International Classes 06, 08, 09, 011, 018, and 025.

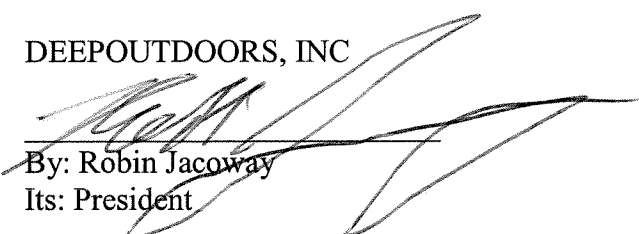
18. Japan Registration No. 4660682 for DEEPOUTDOORS (word mark), issued April 11, 2003, for goods in International Classes 08, 09, 011, 018, 025 and 028.

19. Japan Registration No. 4652153 for DEEPOUTDOORS (design mark), issued on March 11, 2003, for goods in International Classes 08, 09, 011, 018, 025 and 028.

DeepOutdoors, Inc, represents and warrants that it is the owner of each said mark.

ASSIGNOR

DEEPOUTDOORS, INC

  
By: Robin Jacoway  
Its: President

Date: January 1, 2004