

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BREAK-FREE, INC.		12/30/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Armor Accessories, Inc.
Street Address:	13386 International Parkway
City:	Jacksonville
State/Country:	FLORIDA
Postal Code:	32218
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2442509	COLLECTOR
Registration Number:	1091230	BREAK FREE
Registration Number:	1300481	BOR-CAP
Registration Number:	1174748	CLP
Registration Number:	1448050	PCL
Registration Number:	2669560	XTREME SPORTS

CORRESPONDENCE DATA

Fax Number: (212)245-3009
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-519-5192
 Email: skaplan@kanekessler.com
 Correspondent Name: Susan S. Kaplan
 Address Line 1: 1350 Avenue of the Americas
 Address Line 2: Kane Kessler, P.C.

OP \$165.00 2442509

Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER: 2198-2022

NAME OF SUBMITTER: Susan S. Kaplan

Signature: /susan s. kaplan/

Date: 02/02/2007

Total Attachments: 3

source=CERT OF OWN AND MERGER BREAK-FREE INC AND ARMOR ACCESORIES#page1.tif

source=CERT OF OWN AND MERGER BREAK-FREE INC AND ARMOR ACCESORIES#page2.tif

source=CERT OF OWN AND MERGER BREAK-FREE INC AND ARMOR ACCESORIES#page3.tif

CERTIFICATE OF OWNERSHIP AND MERGER

OF

BREAK-FREE INC.
a Delaware corporation

AND

ARMOR ACCESSORIES, INC.
a Delaware corporation

Pursuant to Section 253 of the General Corporation Law of Delaware

It is hereby certified that:

1. The constituent business entities participating in the merger (the "Merger") herein certified are:

(i) Armor Accessories, Inc., a business corporation incorporated in Delaware on March 3, 2000 (hereinafter, the "Surviving Company"); and

(ii) BREAK-FREE INC., a business corporation incorporated in Delaware on August 17, 1989 under the name BF ACQUISITION, CO. and thereafter amending its Certificate of Incorporation on September 6, 1989 changing its name to BREAK-FREE INC. being merged into the Surviving Company (hereinafter, the "Merging Company").

2. The Surviving Company is the owner of all of the outstanding shares of the stock of the Merging Company.

3. The Merging Company hereby merges with and into the Surviving Company with the Surviving Company surviving the Merger.

4. The effective date of the Merger shall be December 30, 2005.

5. On December 28, 2005, the Board of Directors of the Surviving Company adopted the following resolutions to merge the Merging Company with and into the Surviving Company.

RESOLVED, that the Merging Company be merged with and into this Surviving Company and that all of the estate, property, rights, privileges, powers and franchises of the Merging Company be vested in and held and enjoyed by the Surviving Company as fully and entirely and without change

or diminution as the same were before held and enjoyed by the Merging Company in its name.

RESOLVED, that the Surviving Company shall assume all of the obligations of the Merging Company.

RESOLVED, that the Surviving Company shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

IN WITNESS WHEREOF, ARMOR ACCESSORIES, INC., the surviving company,
has caused this Certificate of Ownership and Merger to be duly executed by its authorized
officer, this 28th day of December, 2005.

ARMOR ACCESSORIES, INC.

By: *Phil Baratelli*

Name: Phil Baratelli
Title: Vice President and
Assistant Secretary