

**APPENDIX C TO NATIONAL INSTRUMENT 41-101
GENERAL PROSPECTUS REQUIREMENTS**

**NON-ISSUER FORM OF SUBMISSION TO
JURISDICTION AND APPOINTMENT OF
AGENT FOR SERVICE OF PROCESS**

1. Name of issuer (the "Issuer"):
Gatorz Inc.
2. Jurisdiction of incorporation, or equivalent, of Issuer:
Canada
3. Address of principal place of business of Issuer:
710 Dorval Drive, Suite 520, Oakville, Ontario, L6K 3V7
4. Description of securities (the "Securities"):
Common shares
5. Date of the prospectus (the "Prospectus") under which the Securities are offered:
October 29, 2010
6. Name of person filing this form (the "Filing Person"):
No Fear Retail Stores, Inc.
7. Filing Person's relationship to Issuer:
Immediately prior to the closing of the offering of Securities, the Issuer intends to acquire all of the remaining issued and outstanding shares of common stock of the Filing Person
8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:
California
9. Address of principal place of business of Filing Person:
1812 Aston Avenue, Carlsbad, California 9200
10. Name of agent for service of process (the "Agent"):
FMD Service (Ontario) Inc.
11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):
Suite 2400, 333 Bay Street, Toronto, Ontario, M5H 2T6
12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal, penal or other proceeding (the "Proceeding") arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack of jurisdiction to bring the Proceeding.
13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of
 - (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces of Canada in which the securities are distributed under the Prospectus; and
 - (b) any administrative proceeding in any such province,in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.
14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.
15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or above address of the Agent.
16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of Ontario.

Dated: October 29, 2010

"Michael R. Pratt"
Signature of Filing Person

Michael R. Pratt, EVP, Corporate Development
Print name of person signing and, if the Filing
Person is not an individual, the title of the person

AGENT

The undersigned accepts the appointment as agent for service of process of No Fear Retail Stores, Inc. under the terms and conditions of the appointment of agent for service of process stated above.

Dated: October 29, 2010

"Tara L. Ballingall"
Signature of Agent

Tara L. Ballingall, Secretary
Print name of person signing and, if Agent is not
an individual, the title of the person