

01-19-2000



101246960

MKN
12.23.99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other Release of Security Interest

Conveying Party

Mark if additional names of conveying parties attached

Name General Electric Capital Corporation

Execution Date
Month Day Year
 122099

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name Authentic Fitness Products, Inc.

DBA/AKA/TA

Refund Ref:

01/19/2000 DCUATES 0000088269

Composed of

CHECK Refund Total: \$50.00

Address (line 1) 6090 Bandini Boulevard, Los Angeles CA 90040

Address (line 2) 90 Park Avenue, New York, New York 10016

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

01/19/2000 DCUATES 0000046 1817571

FOR OFFICE USE ONLY

01 FC:481 40.00 OP

02 FC:482 6400.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1817571"/>	<input type="text" value="819551"/>	<input type="text" value="236068"/>
<input type="text" value="418919"/>	<input type="text" value="1417457"/>	<input type="text" value="591246"/>
<input type="text" value="1404112"/>	<input type="text" value="739774"/>	<input type="text" value="671579"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

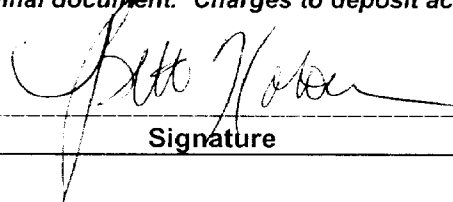
Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Beth Kotran



December 23, 1999

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

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Name

DBA/AKA/TA

Composed of

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City

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Individual General Partnership Limited Partnership

Corporation Association

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Trademark Application Number(s) or Registration Number(s)

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Trademark Application Number(s)

74694319 74607998 75013428

74551945 74553784 74562139

74561928 74559307 75009891

74726804 74232615 75147605

75148577 74408616 74726802

75041598 74095840 74575956

74378976 74561971 74305762

Registration Number(s)

851101 1067692 1098878

1059961 1309144 1708193

1309137 1173384 440716

819148 1803790 1216839

1066752 1292406 1955215

615653 1828922 838880

369881 599396 1135761

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Trademark Application Number(s) or Registration Number(s)

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Trademark Application Number(s)

Registration Number(s)

74726801	74598641	74751430
74553775	74561945	74554436
74561936	74567105	74553761
74553736	74557935	74553737
74621910	74685356	74685358
74599308	74408444	74408615
74317249	75000374	75009530

1131378	1831767	998749
1601015	1659007	1169421
729220	361448	1433983
1019457	972932	1664196
1408636	1044941	417845
1041374	849468	637473
666052		

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Registration Number(s)

74562331	74608382	74498152
74557934	74367339	74515756
74607635	74726019	74607636
74599309	75015915	74370110
74607997	74596611	74666516
74666531	75026621	74731732
74731733	74726436	74621853

565057	1477799	756946
1504039	1173405	1564641
1729460	629182	759945
711583	1508233	1945587
1521022	903072	1936607
1610641	1070277	1085569
818726	1053358	1093853

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Trademark Application Number(s)

74546593 75402836 75408619

75448193 75181051 75448374

75448375 74553737 75558242

75569631 75391695 75251844

75555337 75555338 75413566

75528314 75329808 75439262

74575956 75390019 75163688

Registration Number(s)

802297 1071033 675949

676045 1627283 1881498

626255 1479731 658098

909184 641438 1044945

1588959 1603840 442371

1786805 1978619 684099

1936182 1947203 1200480

TRADEMARK

REEL: 002006 FRAME: 0152

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Trademark Application Number(s)

Registration Number(s)

75438800 75248507 75569630

1715891 1007430 1624973

75062208 75061483 75567263

716909 1881520 650551

75323353 75327645 75285708

623092 1096125 1151108

75490061 75446920 75579186

1104810 1943006 811384

75567279 75182809 75223604

593301 677377 638078

75196227 75510057 75442401

826908 1797086 1679901

75212675 75579079 75429101

1937204 1179269 1290203

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75436536	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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Registration Number(s)

1014747	1340897	1339260
1627261	647901	758898
362955	1861302	1938420
987934	974033	1472421
1032359	1364614	906591
647634	1081825	867587
1243702	1052904	1541677

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<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text"/> 1548380	<input type="text"/> 681530	<input type="text"/> 707238
<input type="text"/> 1855254	<input type="text"/> 718973	<input type="text"/> 1674345
<input type="text"/> 993108	<input type="text"/> 2162921	<input type="text"/> 671579
<input type="text"/> 972931	<input type="text"/> 1098878	<input type="text"/> 1059961
<input type="text"/> 1309144	<input type="text"/> 1708193	<input type="text"/> 1309137
<input type="text"/> 1173384	<input type="text"/> 1803790	<input type="text"/> 2131404
<input type="text"/> 1131378	<input type="text"/>	<input type="text"/>

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS is made this 17th day of December, 1999 by General Electric Capital Corporation, a New York corporation ("GECC"), as Collateral Agent for itself and certain Lenders. Capitalized terms used herein without definition are deemed to have the respective meanings set forth in the September 6, 1996 Security Agreement (as defined herein);

WHEREAS, reference is made to that certain Trademark, Patent and Copyright Security Agreement dated September 6, 1996, as amended and restated from time to time, from Authentic Fitness Products Inc. as Borrower and the Grantors named therein to GECC for itself and certain Lenders (the "September 6, 1996 Security Agreement"), recorded in the United States Patent and Trademark Office on or about October 1, 1996 at Reel 1510, Frame 0762;

WHEREAS, reference is made to that certain Notice of Security Interest in U.S. Trademarks dated December 23, 1998, from Authentic Fitness Products Inc. as Borrower, and the Persons (other than GECC) listed in the signature pages thereto (the Borrower and such Persons each being a "Grantor", and collectively being the "Grantors") to GECC (the "December 23, 1998 Notice of Security Interest"), recorded in the United States Patent and Trademark Office on or about January 12, 1999 at Reel 1836, Frame 0364;

WHEREAS, in connection with the Credit Agreement referenced in the September 6, 1996 Security Agreement, as amended and restated from time to time (the "Credit Agreement"); and in connection with the Restated Credit Agreement dated as of March 18, 1998 referenced in the December 23, 1998 Notice of Security Interest, as amended

or restated from time to time (the "Restated Credit Agreement"), the Grantors have pledged and conditionally assigned to GECC for its benefit and the ratable benefit of the other Secured Parties, a security interest in, and first priority lien on all of the Grantors' rights, title and interest in and to certain collateral, whether then owned or after acquired;

WHEREAS, Schedule A attached hereto is a true and correct copy of the United States Trademark Registrations and Applications against which the September 6, 1996 Security Agreement was recorded;

WHEREAS, Schedule B attached hereto is a true and correct copy of the after acquired United States Trademark Registrations and Applications against which the December 23, 1998 Notice of Security Interest was recorded (the United States Trademark Registrations and Applications of Schedules A and B hereto shall collectively be referred to as the "Secured Property");

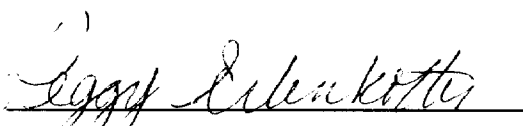
WHEREAS, in accordance with the terms of the Credit Agreement and the Restated Credit Agreement, the Borrowers have satisfied all of their outstanding Obligations under the September 6, 1996 Security Agreement and the December 23, 1998 Notice of Security Interest, and in connection therewith, the Borrower has requested and GECC, as Collateral Agent has agreed to release its security interest and lien on the Secured Property; and

WHEREAS, GECC represents that it, as Collateral Agent, has not sold, assigned, pledged or otherwise transferred or encumbered all or any part of its interest in the Secured Property, and that it has the full power and authority to make this Release of security interest in Trademarks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, GECC, as Collateral Agent, hereby releases and terminates all right, title and interest that GECC received pursuant to the September 6, 1996 Security Agreement and the December 23, 1998 Notice of Security Interest, including but not limited to any interest in the property identified in Schedules A and B hereto.

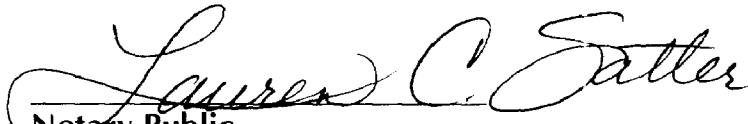
IN WITNESS WHEREOF, GECC has caused this Release of Security Interests in Trademarks to be duly executed by its duly authorized officer as of the day and year first above written.

GENERAL ELECTRIC CAPITAL CORPORATION
as Collateral Agent

By: 
Name: Peggy Erlenkotter
Title: Duly Authorized Signatory
Dated: December 20, 1999

State of Connecticut)
) ss.:
County of FAIRFIELD)

On this 20th day of December, 1999, before me personally appeared Peggy Erlenkotter, to me known, who, being by me duly sworn, did depose and say that (s)he resides at 177 Cedarwood Road
Stamford, Connecticut, and that (s)he is Duly Authorized Signatory of General Electric Capital Corporation, the corporation described in and which executed the foregoing instrument with full authority of the Board of Directors of said corporation, and that (s)he signed his/her name thereto pursuant to such authority.


Notary Public

LAUREN C. SATTER
NOTARY PUBLIC
MY COMMISSION EXPIRES DEC. 31, 2000

TRADEMARK
REEL: 002006 FRAME: 0160

5958n/090596
73256/1971

MATERIAL TRADEMARKS

<u>TRADEMARKS</u>	<u>APPLICATION NO. / REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
AUTHENTIC FITNESS	1,817,571	18JA1994	18JA2004
CATALINA*	819,551	29N01966	29N02006
CATALINA*	236,068	29N01927	29N02007
CATALINA & DESIGN*	418,919	15JA1946	15JA2006
CATALINA & DESIGN*	1,417,457	18N01986	18N02006
CATALINA & DESIGN*	591,246	15JE1954	15JE2004
COLE*	1,404,112	05AU1986	05AU2006
COLE OF CALIFORNIA*	739,774	23OC1962	23OC2002
EDELWEISS	671,579	23DE1958	23DE1998
LEAPING STAG DESIGN	851,101	18JE1968	18JE2008
LEAPING STAG SYMBOL	1,067,692	14JE1977	14JE1997
MOUNTAIN GOAT	1,098,878	08AU1978	08AU1998
MOUNTAIN GOAT & DESIGN	1,059,961	22FE1977	22FE1997
MOUNTAIN GOAT & DESIGN	1,309,144	11DE1984	11DE2004
MOUNTAIN GOAT & MAP LOGO	1,708,193	18AU1992	18AU2002

* Owned by CCC Acquisition Corp.

SCHEDULE I(A) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
MOUNTAIN GOAT DESIGN	1,309,137	11DE1984	11DE2004
MOUNTAIN GOAT SYMBOL	1,173,384	130C1981	130C2001
REPRESENTATION OF FLYING FISH*	440,716	21SE1948	21SE2008
REPRESENTATION OF FLYING FISH*	819,148	22N01966	22N02006
SKIING PASSPORT AND DESIGN	1,803,790	09N01993	09N02003
STAG	1,216,839	16N01982	16N02002
STAG	1,066,752	31MY1977	31MY1997
STAG	1,292,406	28AU1984	28AU2004
WHITE STAG	1,955,215	06FE1996	06FE2006
WHITE STAG	615,653	08N01955	08N02005
WHITE STAG	1,828,922	29MR1994	29MR2004
WHITE STAG	838,880	14N01967	14N02007
WHITE STAG & DESIGN	369,881	08AU1939	08AU1999
WHITE STAG & DESIGN	599,396	14DE1954	14DE2004
WHITE STAG & DESIGN	1,135,761	20MY1980	20MY2000

* Owned by CCC Acquisition Corp.

SCHEDULE I(A) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
WHITE STAG ACTIONSPORTS	1,131,378	26FE1980	26FE2000
WHITE STAG	1,831,767	19AP1994	19AP2004

* Owned by CCC Acquisition Corp.

NON-MATERIAL TRADEMARKS

<u>TRADEMARKS</u>	<u>APPLICATION NO. / REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
CATALINA WITH FLYING FISH* (California State Registration)	19,092	19SE1935	08N01999
MR. CALIFORNIA* (California State Registration)	46,185	27N01967	27N01997
ALLISON'S CLOSET	74-694,319		
ALLISON'S CLOSET	998,749	19N01974	19N02004
ALLWETS*	1,601,015	12JE1990	12JE2000
ALPINE SERIES	74-607,998		
ALWAYS COTTON & DESIGN*	1,659,007	01OC1991	01OC2001
ANACAPA & DESIGN*	1,169,421	15SE1981	15SE2001
AQUA KNIT	729,220	27MR1962	27MR2002
AQUANETICS	75-013,428		
AQUANETICS	74-551,945		
AUTHENTIC BASKETBALL	74-553,784		
AUTHENTIC BRA	74-562,139		
AUTHENTIC CASUAL WEAR	74-561,928		

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

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BANTAMAC & DESIGN	361,448	180C1938	180C1998
BAY CLUB*	1,433,983	24MR1987	24MR2007
BEACH 'N BEYOND*	1,019,457	02SE1975	02SE2005
BOATING DESIGN*	74-559,307		
BOATING DESIGN*	972,932	13NO1973	13NO2003
BRAZILIAN SUNSET*	1,664,196	12NO1991	12NO2001
BREAKERS LANDING*	1,408,636	09SE1986	09SE2006
CAT TOO*	1,044,941	27JL1976	27JL1996
CATALINA	75-009,891		
CATALINA*	417,845	20NO1945	20NO2005
CATALINA.COM*	74-726,804		
CATALINA & DESIGN*	74-232,615		
CATALINA ASSOCIATES*	1,041,374	15JE1976	15JE2006
CATALINA GOLF	75-147,605		
CATALINA JRS.*	849,468	21MY1968	21MY2008

* Owned by CCC Acquisition Corp.

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
CATALINA OUTDOOR GEAR	75-148,577		
CHECKERS*	637,473	20NO1956	20NO1996
CLAMDIGGER	666,052	19AU1958	19AU1998
CLAMDIGGERS	74-408,616		
CLAMDIGGERS	565,057	07OC1952	07OC2002
COAST CLUB REGATTA*	1,477,799	23FE1988	23FE2008
COLDFRONT V	756,946	17SE1963	17SE2003
COLE.COM*	74-726,802		
COLE FOR KIDS*	1,504,039	13SE1988	13SE2008
COLE JUNIORS*	1,173,405	13OC1981	13OC2001
COLE MINORS*	1,564,641	07NO1989	07NO2009
COLE OF CALIFORNIA	75-041,598		
COLE OF CALIFORNIA (STYLIZED)*	74-095,840		
COLE SPORT*	74-575,956		
COMPANY C*	74-378,976		

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO. / REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
AUTHENTIC DAYWEAR	74-561,971		
AUTHENTIC FITNESS CLUB	74-305,762		
AUTHENTICFITNESS.COM	74-726,801		
AUTHENTIC FITNESS SWIMWEAR AND ACTIVEWEAR FOR THE GYM AND BEYOND	74-598,641		
AUTHENTIC FOOTBALL	74-571,430		
AUTHENTIC GOLF	74-553,775		
AUTHENTIC SLEEPWEAR	74-561,945		
AUTHENTIC SOCCER	74-554,436		
AUTHENTIC SPORT BRA	74-561,936		
AUTHENTIC SPORT BRIEF	74-567,105		
AUTHENTIC SWIMWEAR	74-553,761		
AUTHENTIC TENNIS	74-553,736		
AUTHENTIC UNDERWEAR	74-557,935		
AUTHENTIC VOLLEYBALL	74-553,737		
BACKBOWL	1,729,460	03N01992	03N02002

* Owned by CCC Acquisition Corp.

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
CONTURES*	629,182	19JE1956	19JE1996
COOLFRONT V	756,945	17SE1963	17SE2003
CRESTVIEW	711,583	21FE1961	21FE2001
DR. BEACH & DESIGN*	1,508,233	110C1988	110C2008
EDGE TECH	1,945,587	02JAI1996	02JAI2006
ENVELOPE	74-621,910		
EXHIBIT*	1,521,022	17JAI1989	17JAI2009
EXPERTS CLUB	903,072	24N01970	24N02000
FAUX FITNESS	1,936,607	21N01995	21N02005
FIT FOR REAL BODIES*	1,610,641	21AU1990	21AU2000
FIT ROPE	74-685,356		
FITROPE	74-685,358		
FOXFIRE	1,070,277	26JL1977	26JL1997
FRENCH ACCENT*	1,085,569	14FE1978	14FE1998
GIRL WITH SURFBOARD DESIGN*	818,726	15N01966	15N02006

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
GOING PLACES*	1,053,358	23NO1976	23NO1996
GOLFER DESIGN*	74-599,308		
HALF TIME*	1,093,853	20JE1978	20JE1998
HARBOR ROAD	802,297	18JA1966	18JA2006
HIGH TIDE*	1,071,033	09AU1977	09AU1997
HIRSCH WEIS & DESIGN	675,949	24MR1959	24MR1999
HIRSCH WEIS & DESIGN	676,045	24MR1959	24MR1999
HOT COLES*	1,627,283	11DE1990	11DE2000
ILLUSIONS BY CATALINA*	1,881,498	28FE1995	28FE2005
INVERNESS	626,255	01MY1956	01MY1996
JESSICA TYLER*	1,479,731	08MR1988	08MR2008
KNITABOUTS	658,098	04FE1958	04FE1998
LA PAZ*	909,184	02MR1971	02MR2001
LAMORA*	641,438	12FE1957	12FE1997
LATE EDITION*	1,044,945	27JL1976	27JL1996

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
LEDERHOSEN	74-408,444		
LEDERHOSEN BY EDELWEISS	74-408,615		
LIVE-WIRE*	1,588,959	27MR1990	27MR2000
LONDON BEAT*	74-317,249		
MALIBU*	1,603,840	26JE1990	26JE2000
MALIBU (STYLIZED)*	442,371	05AP1949	05AP1999
MALIBU YACHT CLUB*	1,786,805	10AU1993	10AU2003
MELROSE BABES*	1,978,619	04JE1996	04JE2006
MOUNT HOOD	684,099	25AU1959	25AU1999
MOUNTAIN GOAT	1,936,182	14NO1995	14NO2005
MOUNTAIN GOAT EDGE-TECH	1,947,203	09JA1996	09JA2006
MR. CALIFORNIA*	1,200,480	06JL1982	06JL2002
NORTHERN ASCENT	75-000,374		
NORTHERN ASCENT BY MOUNTAIN GOAT	75-009,530		
OCEAN GEAR*	1,715,891	15SE1992	15SE2002

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
OFF - THE - PEG*	1,007,430	25MR1975	25MR2005
PERFORMANCE GEAR*	1,624,973	27NO1990	27NO2000
PIN POINTER*	716,909	13JE1961	13JE2001
PLANET SNOW	74-562,331		
PLANET SNOW	1,881,520	28FE1995	28FE2005
PLAY SCANTS*	650,551	20AU1957	20AU1997
PLAY -ABOUT*	623,092	13MR1956	13MR2006
POLYDOWN	1,096,125	11JL1978	11JL1998
POWER SPORT BRA	74-608,382		
RAFFLES*	1,151,108	14AP1981	14AP2001
SALTWORKS*	1,104,810	24OC1978	24OC1998
SAND CASTLE BY CATALINA*	1,943,006	19DE1995	19DE2005
SAND CASTLE*	811,384	19JL1966	19JL2006
SAND DUNE	593,301	03AU1954	03AU2004
SEA LURE*	677,377	21AP1959	21AP1999

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
SEA-LURE*	638,078	04DE1956	04DE1996
SEA ROVERS	826,908	04AP1967	04AP2007
SHEER MAGIC	1,797,086	05OC1993	05OC2003
SPABELL	1,679,901	17MR1992	17MR2002
SPORTING LIFE	1,937,204	21NO1995	21NO2005
STAG BAGS	74-498,152		
STAGWHITES	74-557,934		
STAG STRETCH	1,179,269	24NO1981	24NO2001
STAGSPORT & DESIGN	1,290,203	14AU1984	14AU2004
STAGSUITS	1,014,747	01JL1975	01JL2005
SUN CLUB & DESIGN*	1,340,897	11JE1985	11JE2005
SUNGLES	74-367,339		
SUNSET BEACH*	1,339,260	04JE1985	04JE2005
SUNSET CANYON*	74-515,756		
SURF SUSPECT & DESIGN*	1,627,261	11DE1990	11DE2000

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
SURFER*	647,901	02JL1957	02JL1997
SURFERS*	758,898	220C1963	220C2003
SWEETHEARTS IN SWIMSUITS BY CATALINA & DESIGN*	362,955	06DE1938	06DE1998
SWIMMING POOL DESIGN	1,861,302	01N01994	01N02004
SWIMWEAR AND ACTIVEWEAR FOR THE GYM AND BEYOND	1,938,420	28N01995	28N02005
T-SWEATS BY AUTHENTIC FITNESS	74-607,635		
TEDDY BEAR	987,934	09JL1974	09JL2004
TEDDY BEAR DESIGN	74-726,019		
TEE SWEATS BY AUTHENTIC FITNESS	74-607,636		
TENNIS PLAYER DESIGN	74-599,309		
TENNIS PLAYER DESIGN*	974,033	27N01973	27N02003
THE DREAMS THAT WINNERS ARE MADE OF	75-015,915		
THE SANDCASTLE SOLUTION*	1,472,421	12JA1988	12JA2008
THE SPORTING LIFE	1,032,359	03FE1976	03FE2006

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
THERMAX	1,364,614	080C1985	080C2005
THERMAX	74-370,110		
THERMO-FLUF	906,591	26JA1971	26JA2001
THERMOFILL	647,634	02JL1957	02JL1997
TIME & TIME AGAIN*	1,081,825	10JA1978	10JA1998
TIME AND PLACE*	867,587	01AP1969	01AP1999
TIME AND PLACE FOR GIRLS*	1,243,702	28JE1983	28JE2003
TOUR DE FORCE	1,052,904	16NO1976	16NO1996
TREKKING SERIES	74-607,997		
UNDERWETS*	1,541,677	30MY1989	30MY2009
UNDERWETS (STYLIZED)*	1,548,380	18JL1989	18JL2009
URBAN SNOW	74-596,611		
WEST CREST	681,530	07JL1959	07JL1999
WEST HOUSE & DESIGN	707,238	15NO1960	15NO2000
WHITE STAG	74-666,516		

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SCHEDULE I(B) to the TRADEMARK, PATENT AND COPYRIGHT SECURITY AGREEMENT

NON-MATERIAL TRADEMARKS - Continued

<u>TRADEMARKS</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>RENEWAL DATE</u>
WHITE STAG (& Design)	74-666,531		
WHITE STAG (& Design)	75-026,621		
WHITE STAG (& Design)	74-731,732		
WHITE STAG (& Design)	74-731,733		
WHITE STAG AND DESIGN	1,855,254	20SE1994	20SE2004
WHITESTAG.COM	74-726,436		
WHITE STAG FOUR SEASON & DESIGN	718,973	25JL1961	25JL2001
100 METERS*	1,674,345	04FE1992	04FE2002
2 IN 1 ENVELOPE	74-621,853		
4 SEASONS	74-546,593		
4 SEASONS	993,108	10SE1974	10SE2004

* Owned by CCC Acquisition Corp.



**SCHEDULE A to the NOTICE OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

CURRENT OWNER	TRADEMARK	APPLICATION NO.	REGISTRATION NO.	REGISTRATION DATE	RENEWAL DATE
AUTHENTIC FITNESS PRODUCTS INC. ("AFP INC.")	ANNE COLE BRIEFS	75/402,836			
AFP INC.	AQUANETICS	75/975,938	2,162,921	02JE1998	02JE2008
AFP INC.	AUTHENTIC ACTIVEWEAR	75/408,619			
AFP INC.	AUTHENTIC EQUIPMENT	75/448,193			
AFP INC.	AUTHENTIC FITNESS CLUB	75/181,051			
AFP INC.	AUTHENTIC PERFORMANCE EQUIPMENT	75/448,374			
AFP INC.	AUTHENTIC TWO MAN VOLLEYBALL	75/448,375			
AFP INC.	AUTHENTIC VOLLEYBALL	74/553,737			
AFP INC.	BEGIN TO SWIM (STYLIZED) AND DESIGN	75/588,242			
CCC ACQUISITION CORP. ("CCC CORP.")	BOATING DESIGN	75/569,631			
CCC CORP.	C-TEK AND DESIGN	75/391,695			
CCC CORP.	CATALINA AND DESIGN	75/251,844			
CCC CORP.	CATALINA HARBOR PANT	75/555,337			
CCC CORP.	CATALINA NAVIGATOR PANT	75/555,338			
CCC CORP.	CATALINA SPORT AND DESIGN	75/413,566			
CCC CORP.	CATALINA SWIM COVERALLS	75/528,314			

**SCHEDULE A to the NOTICE OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS, Cont'd.**

CURRENT OWNER	TRADEMARK	APPLICATION NO.	REGISTRATION NO.	REGISTRATION DATE	RENEWAL DATE
AFP INC.	CLAMDIGGERS	75/329,808			
CCC CORP.	COLE OF CALIFORNIA	75/439,262			
CCC CORP.	COLE SPORT	74/575,956			
CCC CORP.	COMPANY C	75/390,019			
AFP INC.	COTE D'AZUR	75/163,688			
AFP INC.	EDELWEISS	035,887	671,579	23DE1958	23DE2008
AFP INC.	FOXFIRE	75/438,800			
AFP INC.	FRIENDLY FIT	75/248,507			
CCC CORP.	GOLF PLAYER DESIGN	72/435,914	972,931	13N01973	13N02003
AFP INC.	GOLFER DESIGN	75/569,630			
CCC CORP.	ILLUSIONS BY COLE	75/062,208			
CCC CORP.	ILLUSIONS BY COLE OF CALIFORNIA	75/061,483			
AFP INC.	KNITABOUTS	75/567,263			
AFP INC.	LEDERHOSEN	75/323,353			
AFP INC.	LEDERHOSEN BY EDELWEISS	75/327,645			
CCC CORP.	LONDON BEAT	75/285,708			
AFP INC.	MOUNTAIN GOAT	143,824	1,098,878	08AU1978	08AU2008
AFP INC.	MOUNTAIN GOAT AND DESIGN	79,313	1,059,961	22FE1977	22FE2007
AFP INC.	MOUNTAIN GOAT AND DESIGN	461,514	1,309,144	11DE1984	11DE2004

**SCHEDULE A to the NOTICE OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS, Cont'd.**

CURRENT OWNER	TRADEMARK	APPLICATION NO.	REGISTRATION NO.	REGISTRATION DATE	RENEWAL DATE
AFP INC.	WHITE STAG (& DESIGN) HANDBAGS	75/436,536			
AFP INC.	WHITE STAG ACTIONSPORTS	172,374	1,131,378	26FE1980	26FE2000