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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 Change of Name
 - Other Release of Security Interest
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Phillipsburg National Bank & Trust Company

Execution Date
Month Day Year
 12/23/1999

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

Receiving Party

Mark if additional names of receiving parties attached

Name Sunrise Investors, Inc.

- DBA/AKATA
- Composed of
- Address (line 1) 8 Centre Square
- Address (line 2)
- Address (line 3) Easton PA 18042
- City State/Country Zip Code
- Individual General Partnership Limited Partnership Association
 - Corporation Association
 - Other
 - Citizenship/State of Incorporation/Organization Pennsylvania
- 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.)

02/07/2000 DNGUYEN 00000010 919928

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
150.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002016 FRAME: 0933

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" value="919,928"/>	<input type="text" value="1,412,350"/>	<input type="text" value="1,980,193"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="920,892"/>	<input type="text" value="1,465,931"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,166,861"/>	<input type="text" value="1,835,000"/>	<input type="text"/>

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

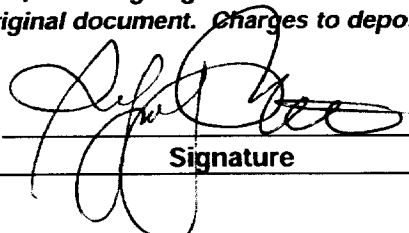
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #

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.

Sanford J. Piltch
Name of Person Signing



Signature

01/10/2000
Date Signed

RELEASE OF SECURITY INTEREST

THIS RELEASE made as of this 21st day of December, 1999, by **Phillipsburg National Bank & Trust Company**, with an office at 305 Roseberry Street, P.O. Box 5360, Phillipsburg, New Jersey 08865-5360 (hereinafter "**BANK**"), in favor of **Sunrise Investors, Inc.**, a Pennsylvania corporation, having a principal place of business at 8 Centre Square, Easton, Pennsylvania 18042, (hereinafter "**SUNRISE**").

WHEREAS, BANK and **SUNRISE** were parties to a TRADEMARK SECURITY AGREEMENT dated March 9, 1999, and other related loan documents in which **SUNRISE** granted to **BANK** a security interest in certain identified assets of **SUNRISE** including, without limitation, any patents, patent applications, trademarks, trademark applications, trade names, service marks and service mark applications which it owned to secure certain "Liabilities" as defined in the Loan Documents, which Security Interest was recorded in the United States Patent and Trademark Office on May 10, 1999 at Trademark Reel 1897, Frame 0306, comprising 22 pages; and

WHEREAS, BANK is prepared to release the Security Interest in the certain identified assets of **SUNRISE** and to return those assets to **SUNRISE** free and clear of all encumbrances.

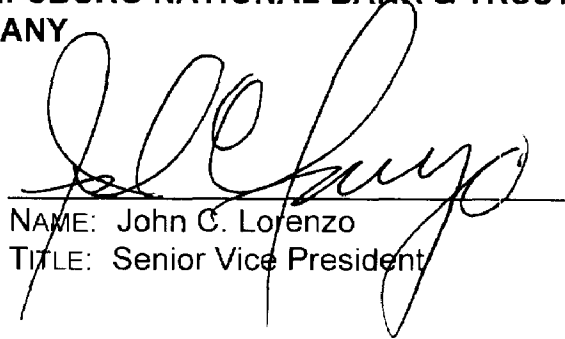
NOW, THEREFORE, in consideration of the promises set forth herein, and for other good and valuable consideration, the receipt, sufficiency and adequacy of which are hereby acknowledged, **BANK** hereby releases the Security Interest created by the TRADEMARK SECURITY AGREEMENT of March 9, 1999, as well as all powers **BANK** may have had over the various properties and extinguishes all limitations on the right of **SUNRISE** to freely use and sell its various properties and any and all encumbrances **BANK** may have had on said properties, all of said properties which had been pledged to **BANK** by **SUNRISE** during the term of the TRADEMARK SECURITY AGREEMENT are those trademarks listed in the attached Appendix.

BANK, in releasing the Security Interest and Pledge made by **SUNRISE** hereby reverts in **SUNRISE** all right, title, interest and claim in and to said Trademarks, together with the good will of the business symbolized by the Trademarks and associated therewith, and the Registrations of said marks, and any related legal and or equitable claims appurtenant thereto,

said TRADEMARK SECURITY AGREEMENT considered by the parties to be terminated with the Security Interest and Pledge contained therein nullified without any further consideration due to BANK.

PHILLIPSBURG NATIONAL BANK & TRUST COMPANY

BY:

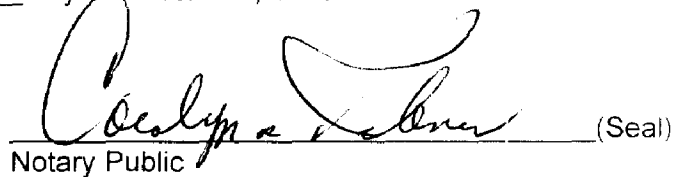

NAME: John C. Lorenzo
TITLE: Senior Vice President

State of New Jersey)
County of Warren)

ss:

Before me, the Subscriber, a Notary Public, for the State of New Jersey, County of Warren, personally appeared **John C. Lorenzo**, the person who signed this instrument on behalf of **Phillipsburg National Bank & Trust Company**, who was authorized to sign this instrument on behalf of said Corporation, and who acknowledged that he signed this instrument as a free act and deed.

Witness my hand and notarial seal this 23rd day of December, 1999.


Notary Public (Seal)

CAROLYN A. REBNER
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires July 11, 2002

APPENDIX

1. **U.S. TRADEMARK REGISTRATION 919,928**
MARK: HERMAN'S
CLASS: 035
SERVICES: *Retail Sporting Goods Store Services*
APPLICANT: Herman's Sporting Good, Inc.
SERIAL NO.: 72/330,132
FILING DATE: 06/16/1969
REGISTRATION NO.: 919,928
REGISTERED: 09/07/1971
RENEWED: 09/07/1991
REGISTRANT: Herman's Sporting Good, Inc.
ASSIGNEE: Sunrise Investors, Inc.

2. **U.S. TRADEMARK REGISTRATION 920,892**
MARK: HERMAN'S WORLD OF SPORTING GOODS and Design
CLASS: 035
SERVICES: *Retail Sporting Goods Store Services*
APPLICANT: Herman's Sporting Goods, Inc.
SERIAL NO.: 72/330,131
FILING DATE: 06/16/1969
REGISTRATION NO.: 920,892
REGISTERED: 09/21/1971
RENEWED: 09/21/1991
REGISTRANT: Herman's Sporting Goods, Inc.
ASSIGNEE: Sunrise Investors, Inc.

3. **U.S. TRADEMARK REGISTRATION 1,166,861**
MARK: TOTAL SPORTS
CLASSES: 042
GOODS: *Retail Department Store Services*
APPLICANT: Herman's Sporting Goods, Inc.
SERIAL NO.: 73/248,153
FILING DATE: 01/30/1980
REGISTRATION NO.: 1,166,861
REGISTERED: 08/25/1981
REGISTRANT: Herman's Sporting Goods, Inc.
ASSIGNEE: Sunrise Investors, Inc.

4. **U.S. TRADEMARK REGISTRATION 1,412,350**
MARK: HERMAN'S
CLASSES: 018, 020
GOODS: *Back Packs; Sleeping Bags*
APPLICANT: Herman's Sporting Goods, Inc.
SERIAL NO.: 73/369,759
FILING DATE: 06/15/1982
REGISTRATION NO.: 1,412,350
REGISTERED: 10/07/1986
PARTIAL CANCELLATION: 01/08/1993 - Class 20
REGISTRANT: Herman's Sporting Goods, Inc.
ASSIGNEE: Sunrise Investors, Inc.
5. **U.S. TRADEMARK REGISTRATION 1,465,931**
MARK: WE ARE SPORTS
CLASS: 042
GOODS: *Retail Sporting Goods Store Services*
APPLICANT: Herman's Sporting Goods, Inc.
SERIAL NO.: 73/518,661
FILING DATE: 01/22/1985
REGISTRATION NO.: 1,465,931
REGISTERED: 11/17/1987
REGISTRANT: Herman's Sporting Goods, Inc.
ASSIGNEE: Sunrise Investors, Inc.
6. **U.S. TRADEMARK REGISTRATION 1,835,000**
MARK: HERMAN'S KIDS CLUB
CLASS: 042
SERVICES: *Retail Clothing Store Services*
APPLICANT: Herman's Sporting Goods, Inc.
SERIAL NO.: 74/367,095
FILING DATE: 03/11/1993
REGISTRATION NO.: 1,835,000
REGISTERED: 05/03/1994
REGISTRANT: Herman's Sporting Goods, Inc.
ASSIGNEE: Sunrise Investors, Inc.
7. **U.S. TRADEMARK REGISTRATION 1,980,193**
MARK: HERMAN'S WINTER FESTIVAL
CLASS: 041
SERVICES: *Conducting entertainment exhibitions in the nature of sports competitions and/or events*
APPLICANT: Herman's Sporting Goods, Inc.
SERIAL NO.: 74/562,356
FILING DATE: 08/18/1994
REGISTRATION NO.: 1,980,193
Registered: 06/11/1996
Registrant: Herman's Sporting Goods, Inc.
ASSIGNEE: Sunrise Investors, Inc.