04-26-2001

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MRD 4.11.01

TRADEMARK
03220-G0000 ASC/KGB

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignor	Proacq Corp.
Assignee	Riddell, Inc.
Registration Nos.	1,360,848 1,913,162 1,405,117 1,403,296
Trademarks	MAXPRO, MR. TOUGH, THUNDER

Box Assignment
Assistant Commissioner for Trademarks
Washington, DC 20231

Trademark Assignment Recordation Form Cover Sheet

Dear Sir:

Please record the attached original document.

1360848

1. Name of conveying party. Proacq Corp.

2. Name and Address of Receiving Party. Riddell, Inc., an Illinois Corporation, located at 3670 N. Milwaukee Avenue, Chicago, IL 60641.

3. Nature of Conveyance: Assignment. Execution Date: April 4, 2001

4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Arlana S. Cohen, Esq.
Attorney for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment; Commissioner for Patents and Trademarks; Washington, DC 20231.

April 9, 2001

Danielle Dominici

5. Registration Numbers: 1,360,848; 1,913,162; 1,405,117; 1,403,296.

6. Total Number of Applications Involved: 4.

7. Total Fee (37 CFR 3.41). $115.00 due. A check for this amount is enclosed herewith.

8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.

Respectfully submitted,

4/9/01

Arlana S. Cohen, Esq.
Kathryn Grant Belleau, Esq.
Attorneys for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

Assignment

WHEREAS, Proacq Corp., a Corporation of the State of Illinois (hereinafter referred to as ASSIGNOR) had adopted and owns the trademarks listed on the attached schedule.

WHEREAS, Riddell, Inc., an Illinois Corporation, having offices at 3670 N. Milwaukee Avenue; Chicago; IL, 60641 (hereinafter ASSIGNEE) is desirous of acquiring all rights, title and interest in and to said trademarks as set forth hereinabove;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign, grant, transfer and otherwise convey to ASSIGNEE, its successors and assigns, its entire right, title and interest in and to the said trademarks, including but not limited to all of ASSIGNOR's common law rights and registrations pertaining thereto, as well as all of the good will of the business symbolized by said trademarks, and the right to sue for past infringements thereof.

Proacq Corp.

Dated this 4TH day of APRIL, 2001 By

David Groelinger
Its EVP & Secretary

SCHEDULE

Trademark	Reg. No.
MAXPRO	1,360,848
MAXPRO	1,913,162
MR. TOUGH	1,405,117
THUNDER	1,403,296.