

06-05-2002

Form PTO-1594 (Rev. 03/01) R  
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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
 Avid Outdoor L.L.C. **5-30-02**

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other Limited Liability Company (Kansas)

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
 Name: HSBC Business Credit (USA) Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 2405 Grand Avenue, Suite 900  
 City: Kansas City State: MO Zip: 64108

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State (Delaware)  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from assignment)  
 Additional name(s) & address(es) attached?  Yes  No

OFFICE OF PUBLICATION RECORDS  
2002 MAY 30 AM 9:28  
FINANCE SECTION

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: April 24, 2002

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) 76/263,182;  
76/263,153;

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) 2,253,518;  
2,253,519; 2,013,985; 2,012,072;

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Christopher J. Hayes, Esq.  
 Internal Address: Bryan Cave LLP

Street Address: One Metropolitan Square  
211 North Broadway, Suite 3600

City: St. Louis State: MO Zip: 63102-2750

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41).....\$ 215.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
02-4467

**DO NOT USE THIS SPACE**

9. Signature.

Christopher J. Hayes  
 Name of Person Signing

*Christopher Hayes*  
 Signature

May 29, 2002  
 Date

Total number of pages including cover sheet, attachments, and document: 5

06/04/2002 TDIAZI 00000185 76263182

01 FC:481 40.00 OP  
 02 AC:482 175.00 OP

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 20231

**TRADEMARK**  
**REEL: 002517 FRAME: 0973**

**ATTACHMENT TO RECORDATION FORM COVER SHEET**

**ADDITIONAL TRADEMARK REGISTRATIONS**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>
NATURALEAF	2,126,079
	2,212,575

## ASSIGNMENT

**THIS TRADEMARK ASSIGNMENT ("ASSIGNMENT")** is made and entered into as of December 13, 2001, by and between Avid Outdoor L.L.C., a limited liability company organized under the laws of the State of Kansas, having an address of 1120 West 149<sup>th</sup> Street, Olathe, Kansas 66061, United States of America, (hereinafter "Assignor") and HSBC BUSINESS CREDIT (USA) INC., a corporation organized under the laws of the State of Delaware, having an address of 2405 Grand Avenue, Suite 900, Kansas City, Missouri 64108, United States of America (hereinafter "Assignee").

**WHEREAS**, Assignor, prior to and as of the date hereof, was operating an ongoing and existing business, and owned, had adopted, used, and/or intended to use the marks identified on Schedule A attached hereto (the "Marks"), and owned other transferable rights associated with its ongoing and existing business including, but not limited to, the good will of the business associated with said Marks, and owned all worldwide right, title and interest in and to the registrations and applications for registration for the Marks set forth in Schedule A; and

**WHEREAS**, Assignee is a successor to the portion of the business to which the Marks pertain, which business is ongoing and existing, and is desirous of acquiring said Marks, applications, registrations, and common law rights therein; and

**WHEREAS**, Assignor and Assignee are parties to a certain Agreement for Voluntary Surrender of Collateral dated December 13, 2001, which provides for, among other things, the assignment of the Marks from Assignor to Assignee.

**NOW, THEREFORE**, in consideration of the mutual covenants and obligations contained in the Agreement for Voluntary Surrender of Collateral, one dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, and transfer to ASSIGNEE, its successors and assigns, all of its right, title, and interest, in the United States of America and all foreign countries, in and to the Marks, all applications, registrations and common law rights therefor and thereto, together with any and all of the goodwill of the business symbolized by and associated with said Marks, and all income, royalties, fees, damages, and payments now or hereafter due or payable in respect thereto, and in and to any and all causes of action (either in law or in equity), and the right to enforce any rights and file any causes of action, including the right to recover damages, for any past, present, or future infringement or misappropriation of any of said Marks, as part of the entire business or portion thereof to which the Mark pertains as required by 15 U.S.C. § 1060. This Assignment shall be effective as of December 13, 2001.

WHEREFORE, Assignor and Assignee have caused this Assignment to be duly executed below, on the date indicated, by their respective duly authorized officers.

ASSIGNOR: AVID OUTDOOR L.L.C.

4-24-02  
Date

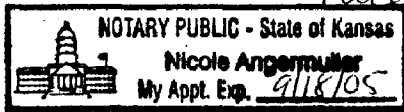
By: [Signature]  
Name: LEE W. PEAKES  
Title: President

State of Kansas )  
County of Schinson ) SS

On this 24 day of April, 2002, before me, a Notary Public in and for the City of Oread Park in the State of Kansas, personally appeared Lee Peakes to me known to be the \_\_\_\_\_ of Avid Outdoor L.L.C., and being duly sworn, averred that, being duly authorized, he executed the foregoing Assignment as the free act and deed of said corporation.

[Signature]  
Notary Public

My commission expires:



ASSIGNEE: HSBC BUSINESS CREDIT (USA) INC.

4-10-02  
Date

By: [Signature]  
Name: BARBARA Altman  
Title: VP

State of NEW YORK )  
County of ERIE ) SS

On this 10<sup>th</sup> day of APRIL, 2002, before me, a Notary Public in and for the City of BUFFALO in the State of NEW YORK, personally appeared BARBARA ALTMAN to me known to be the VICE PRESIDENT of HSBC BUSINESS CREDIT (USA) INC., and being duly sworn, averred that, being duly authorized, she executed the foregoing Assignment as the free act and deed of said corporation.

[Signature]  
Notary Public

My commission expires:

ERIE COUNTY  
Notary Public  
My Commission Expires 3/22/03

**SCHEDULE A**

**U.S. TRADEMARK REGISTRATIONS**

<b>Mark</b>	<b>Country</b>	<b>Registration No.</b>	<b>Registration Date</b>
AVID OUTDOOR IT'S GREAT OUT THERE. and Design	USA	2,253,518	06/15/99
	USA	2,253,519	06/15/99
AVID OUTDOOR and Design	USA	2,013,985	11/05/96
AVID and Design	USA	2,012,072	10/29/96
NATURALEAF	USA	2,126,079	12/30/97
	USA	2,212,575	12/22/98

**U.S. TRADEMARK APPLICATIONS**

<b>Mark</b>	<b>Country</b>	<b>Application No.</b>	<b>Application Date</b>
CAMP-WAYS	USA	76/263,182	05/29/01
AVID LIFE STYLES	USA	76/263,153	05/29/01