

12-10-2002

ET

Docket No.:

.Y

Tab settings

To the Honorable Commissioner of Pa

102307222

e attached original documents or copy thereof.

1. Name of conveying party(ies):

Sportline

- ☐ Individual(s) ☐ Association  
☐ General Partnership ☐ Limited Partnership  
☒ Corporation-State California  
☐ Other

Additional names(s) of conveying party(ies) attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies):

Name: Union Bank of California, N.A., as  
Administrative Agent

Internal Address: Portfolio Manager

Street Address: 445 S. Figueroa St., 15th Floor

City: Los Angeles State: CA ZIP: 90071

- ☐ Individual(s) citizenship  
☐ Association  
☐ General Partnership  
☐ Limited Partnership  
☐ Corporation-State  
☒ Other national banking association

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☒ Other Joinder to Security Agreement

Execution Date: Oct. 25, 2002

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

n/a

B. Trademark Registration No.(s)

1,526,602

2,162,419

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Federal Research Co., LLC

Internal Address:

Street Address: 1030 15th St., NW, Ste 920

City: Washington State: DC ZIP: 20005

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$ 65.00

- ☐ Enclosed  
☐ Authorized to be charged to deposit account

8. Deposit account number:

9. 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.

Todd M. Graham, Esq.

Name of Person Signing

Signature

Dec. 6, 2002

Date

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

3

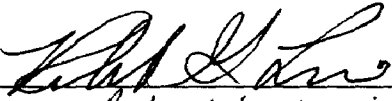
TRADEMARK  
REEL: 002630 FRAME: 0511

## MEMORANDUM OF JOINDER

THIS MEMORANDUM OF JOINDER ("Memorandum") is delivered with reference to the Revolving/Term Loan Agreement dated as of June 26, 2000, by and among E&B Giftware Holdings LLC, a Delaware limited liability company ("Holdings"), E&B Giftware LLC, a Delaware limited liability company ("E&BLLC"), Sportline Acquisition Corp., a Delaware corporation ("Acquisition Sub" and, together with Holdings and E&BLLC, "Borrowers"), the Lenders which are party thereto, and Union Bank of California, N.A., a national banking association, as Administrative Agent for the Lenders (as amended by (i) Amendment No. 1 to Revolving/Term Loan Agreement dated as of June 27, 2001, (ii) Amendment No. 2 to Revolving/Term Loan Agreement dated as of October 18, 2001 (iii) and Amendment No. 3 to Revolving/Term Loan Agreement dated as of October ~~25~~, 2002 ("Amendment No. 3"), and as further amended, supplemented or otherwise modified from time to time, the "Loan Agreement").

- A. Pursuant to Amendment No. 3, Acquisition Sub has become a party to the Trademark Security Agreement (as amended, supplemented or otherwise modified from time to time, the "Trademark Agreement") dated as June 26, 2002, initially made by Holdings and E&BLLC, in favor of Administrative Agent and the Lenders.
- B. On October ~~25~~, 2002 Acquisition Sub merged into Sportline, a California corporation ("Sportline CA"), with Sportline CA as the surviving corporation (the "Merger").
- C. Sportline CA hereby confirms that, as a result of the Merger, it is a "Grantor" under the Trademark Agreement and that it is the owner of the trademarks listed on Schedule 1 hereto.

SPORTLINE,  
a California corporation

By:   
Robert G. Levine  
Title: Chairman