Control Cont	FORM PTO-1594 (Modified) (Rev. 6-93)	12-10-2	2002	ET	Docket No.:	
To the Honorable Commissioner of Pa 102307222 a attached original documents or copy thereof. 1. Name of conveying party(es): Sportline 1. Name of conveying party(es): 1. Name of conveying party(es): 1. Name in didividual(s): Individual(s): Ind	Copyright 1994-97 LegalStar			.Y		
To the Honorable Commissioner of P6 1 Name of conveying party(les): SportLine 2 - 9 - 2				▼	▼ ▼	
Name: Union Bank of California, N.A., as Administractive Agent Internal Address: Partfolio Manager Street Address: Partfolio Manager Partfolio Manag		102307	222		والمراجع	
Name: Union Bank of California, N.A., as Administrative Agent Internal Address: Portfolio Manager Street Address: Portfolio Manager Portfolio Manager Street Address: Portfolio Manager Portfolio Ma	Name of conveying party(ies):		2. Name and	d address of receiving	g party(ies):	
Individual(s)	Sportline			T	3.316	
General Partnership	, 12	12-9-02		Administrative Agent Internal Address: Portfolio Manager		
City: Los Angeles State: CA ZIP: 9007/1 Additional names(s) of conveying party(ses) attached? Yes 2d No Association General Partnership Limited Partnership Corporation-State Yes Zi No General Partnership Corporation-State Yes Zi No I assignment Merger Corporation-State Yes Zi No General Partnership Corporation-State Yes Zi No No Yes Zi N				Street Address: 445 S. Figueroa St., 15th Floor		
Other Additional names(s) of conveying party(set) attached? Yes 25 No Association Association Association		imited Partnership	City: Los Angeles State: CA ZIP: 90071			
Additional names(s) of conveying partylies) attached?	·		□ Individual(s) citizenship			
General Partnership Limited Partnership Limited Partnership Limited Partnership Limited Partnership Corporation-State Merger Corporation-State Merger Corporation-State Modern Joinder to Security Agreement Massignes is not domicled in the United States, a densetic representative designation is attached Yes No No	i					
3. Nature of conveyance: Assignment Merger Corporation-State Corporation-Stat	Additional flames(s) of conveying party(les) attached:					
Security Agreement	3. Nature of conveyance:					
If assignee is not domicited in the United States, a domestic representative designation is attached: Yes	☐ Assignment ☐ M	Merger	☐ Corpor	ration-State		
designation is attached:	. ~	_	X Other	national bar	nking association	
Additional name(s) & address(es) attached?			designation is attached: ☐ Yes ☐ No			
A. Trademark Application No.(s) 1,526,602 2,162,419						
A. Trademark Application No.(s) 1,526,602 2,162,419	4. Application number(s) or registration numbers(s):					
Additional numbers attached? \[\text{Yes} \] \[\frac{1}{2}, 162, 419 \] Additional numbers attached? \[\text{Yes} \] \[\frac{1}{2} \] No 5. Name and address of party to whom correspondence concerning document should be mailed: \[\frac{1}{2} \] \] Name: \[\text{Federal Research Co., LLC} \] Internal Address: \[\text{Yes} \] \[\frac{1}{2} \] \[\frac{1}{2} \] \[\text{Yes} \] \[\fra			B. Trademark Registration No.(s)			
Additional numbers attached? Yes 25 No 5. Name and address of party to whom correspondence concerning document should be mailed: Name: Federal Research Co., LLC Internal Address: I	A. Hademark Application 140.(6)					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Federal Research Co., LLC Internal Address: Int	n/a			2,162,419		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Federal Research Co., LLC Internal Address: Internal Address: Street Address: 1030 15th St., NW, Ste 920 City: Washington State: DC ZIP: 20005 12/10/2002 118/11 0000068 1326602 12/10/2002 118/11 0000068 1326602 13 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 6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41):\$ 65.00 Authorized to be charged to deposit account number: 8. Deposit account number: 12/10/2002 118/11 0000068 1326602 DO NOT USE THIS SPACE 12/10/2002 118/11 0000068 1326602 13/10/2002 118/11 0000068 1326602 14/10/2002 118/11 0000068 1326602 15/10/2002 118/11 0000068 1326602 16/10/2002 118/11 0000068 1326602 17/10/2002 118/11 0000068 1326602 18/10/2002 118/11 0000068 1	Additional numbers attached? Tyes 🔭 No					
registrations involved:	0.7-1-1					
Total fee (37 CFR 3.41):\$ 65.00 Internal Address:	· · · · · · · · · · · · · · · · · · ·	respondence	i .	* *		
Authorized to be charged to deposit account	Name: Federal Research Co., LLC		7. Total fee (37 CFR 3.41):\$ 65.00			
Authorized to be charged to deposit account Street Address: 1030 15th St., NW, Ste 920 8. Deposit account number: City: Washington State: DC ZIP: 20005 12/10/2002 9IAZ1 0000068 1526602 Of FC:6521 40.00 00 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	Internal Address:		Focio	ead		
Street Address: 1030 15th St., NW, Ste 920 City: Washington State: DC ZIP: 20005 12/10/2002 DIAZI 0000068 1526602 OF FC:8522 40.00 00 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. Dec. 6, 2002 Name of Person Signing Signature			LICIO	360		
City: Washington State: DC ZIP: 20005 12/10/2002 DIAZ1 0000068 1526602 12/10/2002 DIAZ1 0000068 1526602 12/10/2002 DIAZ1 0000068 1526602 12/10/2002 DO NOT USE THIS SPACE 12/10/2002 DIAZ1 0000068 1526602 40.00 DP 9 FC: 8522 25.00 IP 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. Dec. 6, 2002 Name of Person Signing Signature Date			☐ Autho	rized to be charged	to deposit account	
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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. Dec. 6, 2002 Name of Person Signing Signature Date						
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. Dec. 6, 2002 Name of Person Signing Signature Date) VI FUIDULI I DE AN/ND					
of the original document. Todd M. Graham, Esq. Name of Person Signing Dec. 6, 2002 Date						
Todd M. Graham, Esq. Dec. 6, 2002 Name of Person Signing Signature Date						
Name of Person Signing Signature Date	= (1) (am par)					
Trains 81 919311 919			Signature			
		mber of pages including o	-	nents, 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 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 <u>35</u>, 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

laborat la lavia

Title: Chairman

-1-

RECORDED: 12/09/2002