

02-27-2003

FORM PTO-1618A

Expires 06/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**



102469048

2003 FEB 24 AM 9:44  
FINANCE SECTION

**RECORDATION FORM COVER SHEET**

**2.24.03 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 \_\_\_\_\_

Effective Date  
Month Day Year  
\_\_\_\_\_

**Conveying Party**

Mark if additional names of conveying parties attached

Name Sierra Trading Post, Inc.

Execution Date  
Month Day Year  
01/29/03

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Wyoming

**Receiving Party**

Mark if additional names of receiving parties attached

Name U.S. Bank National Association

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 800 Nicollet Mall

Address (line 2) \_\_\_\_\_

Address (line 3) Minneapolis

MN/USA

55402

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

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.)

Other national banking association

Citizenship/State of Incorporation/Organization \_\_\_\_\_

02/26/2003 MUELLER 00000200 75673365

FOR OFFICE USE ONLY

01 FD-502  
02 FD-6522

40.00 OP  
275.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002678 FRAME: 0789**

**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" value="75,673,369"/>	<input type="text" value="76,440,982"/>	<input type="text" value="76,363,136"/>	<input type="text" value="2,289,952"/>	<input type="text" value="2,518,372"/>	<input type="text" value="2,503,069"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,499,144"/>	<input type="text" value="2,501,065"/>	<input type="text" value="2,450,166"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,416,478"/>	<input type="text" value="2,460,526"/>	<input type="text" value="2,518,373"/>

**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.

*Glenda M. Lipp*

*Glenda M. Lipp*

*2-19-03*

Name of Person Signing

Signature

Date Signed

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that pursuant to a Security Agreement dated as of January 29, 2003 (the "Security Agreement") by SIERRA TRADING POST, INC., a Wyoming corporation ("Grantor") for the benefit of U.S. BANK NATIONAL ASSOCIATION ("Secured Party"), Grantor has granted to Secured Party a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below together with the goodwill of the business with which such trademarks and trademark applications are associated:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Party's security interest in the described trademark and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

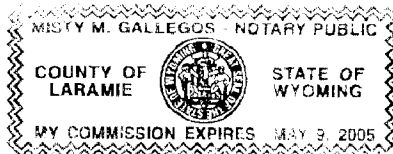
SIERRA TRADING POST, INC.

By: K. Richardson

Its: President

Subscribed and sworn to before me  
this 30<sup>th</sup> day of January, 2003.

Misty M. Gallegos  
Notary Public



**EXHIBIT A****TRADEMARKS AND TRADEMARKS APPLICATIONS****PART I. TRADEMARKS**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
Sierra Trading Post	2,289,952	11/2/99
A Sierra Trading Post Outlet Store	2,518,372	12/11/01
Sierra Shoes, Etc.	2,503,069	10/30/01
Sierra Travel	2,499,144	10/16/01
Sierra Adventure Edge	2,501,065	10/23/01
Your In-Home Outlet Mall	2,450,166	5/8/01
Sierra Outdoors	2,416,478	12/26/00
Sierra Woman	2,460,526	6/12/01
Sierra Trading Post Your In-Home Outlet Mall	2,518,373	12/11/01

**PART II. TRADEMARK APPLICATIONS**

<b>MARK</b>	<b>SERIAL NUMBER</b>	<b>FILING DATE</b>
Sierra Outfitters	75,673,369	4/2/99
Sierra Home & Garden	76,440,982	8/16/02
Sierra Traditions	76,363,136	1/25/02