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ASSIGNMENT

WHEREAS, GOLF AMERICA STORES, INC., located at 10001 Franklin Square Drive, Baltimore, MD 21236, ("Assignor") is owner of the entire right, title and interest in and to the marks and registrations identified in the attached Appendix;

WHEREAS, WELLS FARGO RETAIL FINANCE II, LLC., located and doing business at One Boston Place, 18th Floor, Boston, MA 02108, ("Assignee") wishes to acquire and Assignor wishes to transfer to Assignee the entire right, title and interest in said mark and registration.

NOW, THEREFORE, in view of legally sufficient and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor does hereby assign and transfer to Assignee any and all rights, titles, and privileges provided under the trademarks and their registrations under the laws of the United States and the individual states and territories thereof with respect to the foregoing; the goodwill of the business in which the marks are used; and any and all renewals thereof, together with the right to bring suit and collect for past infringements thereof (hereafter "Trademark Rights");

Assignor shall, without further consideration, execute any additional documents and take such further action as may be requested to vest in Assignee good, valid and marketable title to the Trademark Rights.

As an authorized representative of Assignor, the undersigned warrants and covenants that the Assignor has the full and unencumbered right to sell and assign the interests herein sold and assigned, that he is authorized to act on behalf of the Assignor, and that the Assignor has not executed and will not execute any document or instrument in conflict herewith.

This Assignment and all terms hereof shall be binding upon and inure to the benefit of the parties and their respective heirs, personal and legal representatives, successors and assigns.

GOLF AMERICA STORES, INC.

Dated:

8/26/03

By:

BYRON CLARK

Title: CEO PRESIDENT

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