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Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2009)  
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RECORDATION  
TRADEMARK

DEPARTMENT OF COMMERCE  
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):

105 MERIDIEN, LLC

4-28-03

- Individual(s)
- General Partnership
- Corporation-State
- Other LIMITED LIABILITY COMPANY
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: PACIFICA MOUNTAINSMITH, LLC

Internal

Address: \_\_\_\_\_

Street Address: 18301 W. Colfax; #P

City: Golden State: CO Zip: 80401

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other LIMITED LIABILITY COMPANY

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 4/2/03

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

A. Trademark Application No.(s) 74/557,733 75/230,823

B. Trademark Registration No.(s) 1,762,718; 1,768,568; 2,190,403; 2587762

Additional number(s) attached  Yes  No

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

Name: KATHLEEN S. HERBERT

Internal Address: FAEGRE & BENSON LLP

Street Address: 1900 FIFTEENTH STREET

City: BOULDER State: CO Zip: 80302

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 03-1725

OFFICE OF PUBLIC RECORDS  
APR 28 AM 7:58  
FINANCE SECTION

9. Signature.

KATHLEEN S. HERBERT  
Name of Person Signing

*Kathleen S. Herbert*  
Signature

4-7-03  
Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK  
REEL: 002724 FRAME: 0347

08-12-2002

07-26-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. Patent & TMO/TM Mail Rpt 1 Pt. #26

102187246

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

1. Name of conveying party(ies):

105 MERIDIEN, LLC

07-26-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 7/23/02

2. Name and address of receiving party(ies)

Name: MOUNTAINSMITH, LLC

Internal Address:

Address:

Street Address: 18301 WEST COLFAX AVE, #P

City: GOLDEN State: CO Zip: 80401

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State COLORADO, 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

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

A. Trademark Application No (s)

B. Trademark Registration No (s) 1,703,288

Additional number(s) attached Yes No

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

Name: KATHLEEN S. HERBERT

Internal Address:

Street Address: FAEGRE & BENSON LLP

1900 FIFTEENTH STREET

City: BOULDER State: CO Zip: 80302

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

KATHLEEN S. HERBERT

Name of Person Signing

Kathleen S. Herbert Signature

7/25/02

Date

Total number of pages including cover sheet, attachments, and document: 2

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

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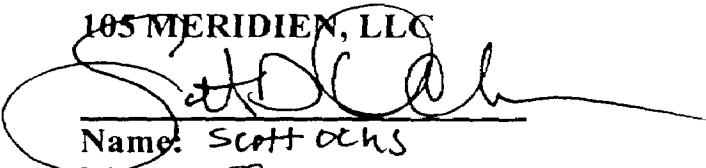
ASSIGNMENT OF TRADEMARK

WHEREAS, 105 Meridien, LLC, a Colorado limited liability company having a principal place of business of 18301 West Colfax Avenue, #P, Golden, Colorado 80401, has adopted, used, and are using the trademarks listed in the attachment marked as "Exhibit A", hereinafter referred to as "trademarks" and

WHEREAS, Pacifica Mountainsmith, LLC, a Colorado limited liability company, with its principal place of business located at 18301 West Colfax Avenue, #P, Golden, Colorado 80401 is desirous of acquiring the aforesaid trademarks and the goodwill associated therewith;

NOW THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, 105 Meridien, LLC hereby grants, assigns, transfers, and conveys unto, Pacifica Mountainsmith, LLC, all its right, title, and interest in and to the trademarks together with the goodwill of the business connected with the use of and symbolized by said.

EXECUTED this 2 day of April, 2003.

105 MERIDIEN, LLC  
  
Name: Scott Ochs  
Title: CEO

STATE OF COLORADO )  
  )

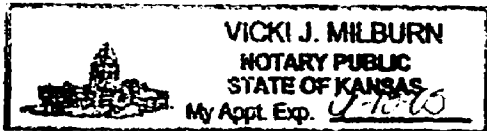
COUNTY OF \_\_\_\_\_ )

Subscribed and sworn to before me this 2<sup>nd</sup> day of April, 2003, by \_\_\_\_\_

Witness my hand and official seal.

My commission expires:

  
Notary Public



TRADEMARK

REEL: 002724 FRAME: 0349

EXHIBIT A

US MARKS

	<u>REG/APP NO</u>
CYCLESMITH	1,762,718
CYCLESMITH (AND DESIGN)	1,768,568
105 MERIDIEN (AND DESIGN)	74/557,733
105 MERIDIEN (AND DESIGN)	2,190,403
MOUNTAINSMITH (AND DESIGN)	2,587,762
105 MERIDIEN (AND DESIGN)	75/230,823

FOREIGN MARKS

	<u>REG/APP NO</u>
MOUNTAINSMITH (JP)	2,100,268
MOUNTAINSMITH (JP)	2,145,575
MOUNTAINSMITH (JP)	2,145,576
105 MERIDIEN (AND DESIGN) (China)	913037
105 (China)	997802
105 MERIDIEN (AND DESIGN) (Germany)-18	39504012
105 MERIDIEN (AND DESIGN) (Germany)-28	39504012
105 MERIDIEN (AND DESIGN) (Hong Kong)	B2992/1997
105 MERIDIEN (AND DESIGN) (Japan)	3331338
105 MERIDIEN (AND DESIGN) (Korea)-25	374069
105 MERIDIEN (AND DESIGN) (Korea)-27	348295
105 MERIDIEN (AND DESIGN) (Malaysia)	97/03877
105 MERIDIEN (AND DESIGN) (Taiwan)-18	698917
105 MERIDIEN (AND DESIGN) (Taiwan)-28	688316
105 MERIDIEN (AND DESIGN) (Thailand)	272211

CHANGE OF NAME

AMENDMENT TO ARTICLES OF ORGANIZATION

Form 405 Revised July 1, 2002

Filing fee: \$25.00

Deliver to: Colorado Secretary of State

Business Division

1560 Broadway, Suite 200

Denver, CO 80202-5169

This document must be typed or machine printed

Copies of filed documents may be obtained at [www.sos.state.co.us](http://www.sos.state.co.us)

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COLORADO SECRETARY OF STATE

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SECRETARY OF STATE

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*DMLC 20021186023*

Pursuant to § 7-80-209, Colorado Revised Statutes (C.R.S.), the individual named below causes this Amendment to the Articles of Organization to be delivered to the Colorado Secretary of State for filing, and states as follows:

The name of the limited liability company is: Pacifica Mountainsmith, LLC, NCA

The Articles of Organization shall be amended as set forth herein (mark all that apply):

There is a change in the name of the limited liability company to: Pacifica LTM, LLC

*The entity name of a limited liability company must contain the term "limited liability company", "lid. liability company", "limited liability co.", or "lid. liability co." or the abbreviation "LLC" or "L.L.C." §7-90-601(3)(c), C.R.S.*

There is a false or erroneous statement in the articles of organization:

The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are: Mark A. Phelps, 410, 17<sup>th</sup> Street, 22<sup>nd</sup> Floor, Denver, CO 80202

OPTIONAL The electronic mail and/or Internet address for this entity is/are:  
e-mail \_\_\_\_\_ Web site \_\_\_\_\_

The Colorado Secretary of State may contact the following authorized person regarding this document: name Mark A. Phelps address 410 17<sup>th</sup> Street, 22<sup>nd</sup> Floor, Denver, CO 80202

voice 303.223.1313 fax 303.223.0313 e-mail m Phelps@bhf-law.com

Disclaimer: This form, and any related attachments, are provided as a public service without representation or warranty. While this form is believed to comply with the requirements of the Colorado Revised Statutes, the user of this form is responsible for the accuracy of the information provided. Questions should be addressed to the user's attorney.

JS MRP

07-26-2002

U.S. Patent & TM Office/TM Mail Report DL 4

ASSIGNMENT OF TRADEMARK

WHEREAS, 105 Meridien, LLC, a Colorado limited liability company having a principal place of business of 18301 West Colfax Avenue, #P, Golden, Colorado 80401, has adopted, used, and is using a certain trademark for MOUNTAINSMITH GOLDEN COLORADO U.S.A. which trademark is registered with the U.S. Patent and Trademark Office, as Registration No. 1,703,288 which was registered on the Principal Register in the U.S. Patent and Trademark Office on July 28, 1992, in International Class 18, is hereinafter referred to as "trademark;" and

WHEREAS, Pacifica Mountainsmith, LLC, a Colorado limited liability company, with its principal place of business located at 18301 West Colfax Avenue, #P, Golden, Colorado 80401 is desirous of acquiring the aforesaid trademark and the goodwill associated therewith;

NOW THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, 105 Meridien, LLC hereby grants, assigns, transfers, and conveys unto, Pacifica Mountainsmith, LLC, all its right, title, and interest in and to the trademark together with the goodwill of the business connected with the use of and symbolized by said.

EXECUTED this 23 day of July, 2002.

105 MERIDIEN, LLC

[Signature]  
Name: Scott Ochs  
Title: CEO

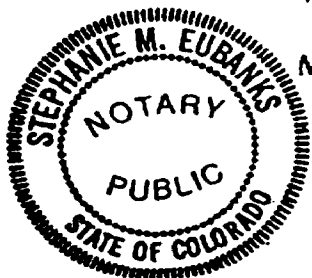
STATE OF COLORADO )  
 )

COUNTY OF Jefferson )

Subscribed and sworn to before me this 23 day of July, 2002, by Scott Ochs

Witness my hand and official seal.

My commission expires: 10-7-03



[Signature]  
Notary Public

TRADEMARK