

06-04-2003

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECOR



5-5-03

102463629

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

1. Name of conveying party(ies):
Galyan's Trading Company, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of Indiana
 Other _____

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

2. Name and address of receiving party(ies):
 Name: Galyan's Nevada, Inc.
 Internal Address: _____
 Street Address: 3773 Howard Hughes Parkway, Suite 300 North
 City: Las Vegas State: Nevada ZIP: 89109

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Nevada
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 31, 2000 - effective August 1, 2000

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
 (Designation 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)
2,338,574

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Cathryn A. Berryman
Jenkins & Gilchrist, P.C.
 Internal Address: _____

 Street Address: 1445 Ross Avenue, Ste. 3200

 City: Dallas State: Texas Zip: 75202-2799

6. Total number of applications and registrations involved: -1- (one)

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Cathryn A. Berryman Cathryn A. Berryman April 28, 2003
 Name of Person Signing Signature Date

03/2003 DBYRNE 00000162 2338574
 Total number of pages comprising cover sheet: -1- (one)

ASSIGNMENT OF TRADEMARKS

WHEREAS, Galyan's Trading Company, Inc. (the "Assignor"), an Indiana corporation having an address of 2437 East Main Street, Plainfield, Indiana 46168, is the owner of the following trademark applications and registrations that have been filed with and/or issued by the United States Patent and Trademark Office (hereinafter referred to as the "Trademarks"):

U.S. Trademark	Goods	Registration No.	Registration Date
TRACKER SERIES (and Design)	Class 28 Exercise equipment, namely treadmills, and other exercise machines	Serial No. 76053659	Pending
TRACKER SERIES	Class 28 Exercise equipment, namely treadmills, and other exercise machines	Serial No. 76052501	Pending
GALYAN'S TRADING CO. EST. 1946 (and Design)	Class 35 Retail sporting goods and clothing store services	2258886	July 6, 1999
ARE YOU PASSIONATE ABOUT YOUR SPORTS? WE ARE!	Class 42 Use as a slogan for retail sporting goods store services	Serial No. 75174988	Abandoned June 3, 1997
THE WORLD'S COOLEST SPORTS STORE	Class 42 Retail sporting goods store services	2015608	November 12, 1996
THE WORLD'S COOLEST SPORTS STORE (and Design)	Class 42 Retail sporting goods store services	2017663	November 19, 1996
GALYAN'S	Classes 35 and 42 Retail sporting goods store services	2115903	November 25, 1997
BEAR DESIGN	Classes 25 and 28 Clothing, toys and sporting goods	Serial No. 75203757	Abandoned July 21, 1999
GALYAN'S	Classes 25 and 28 Clothing and toys and sporting goods	2090280	August 19, 1997

GALYAN'S	Classes 25 and 28 Clothing, namely sweatshirts, pants, jeans, jackets, coats, anoraks, ponchos, sweaters, vests pullovers, dresses, pajamas, belts and gloves; fishing rods and fishing tackle boxes	2146864	March 24, 1998
BEAR DESIGN	Classes 25, 28, 35 Clothing, namely shirts, shorts, blouses, t-shirts, jeans, jackets, sweatervests, hats, belts, socks; stuffed toy animals; retail sporting goods store services	2197046	October 20, 1998
GALYAN'S TRADING CO. EST 1946 (and Design)	Classes 25 and 28	2338574	April 4, 2000
(Design)		Serial No. 76069000	Pending
ARE YOU SERIOUS ABOUT YOUR SPORTS? WE ARE!	Class 42 Retail sporting goods store services	2036357	February 11, 1997

WHEREAS, Galyan's Nevada, Inc. (the "Assignee"), a Nevada corporation having an address of 3773 Howard Hughes Parkway, Suite 300 North, Las Vegas, Nevada 89109, is desirous of acquiring the Trademarks and the above-identified applications and registrations thereof; and

WHEREAS, the purposes for which Assignee is desirous of acquiring the Trademarks and the above-identified applications and registrations thereof are to engage in the business of (a) developing, maintaining and protecting a centralized trademark portfolio and other intellectual property and (b) branding, licensing and otherwise establishing guidelines for, and policing, proper internal and external usages of the Trademarks and other intellectual property.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest in and to the Trademarks and the above-identified applications and registrations thereof, together with the goodwill of the business associated with or

symbolized by the Trademarks and the above-identified applications and registrations thereof, and including the right to sue and collect damages for any past infringements.

Effective as of the 1st day of August, 2000.

GALYAN'S TRADING COMPANY, INC.

By: *Robert A. Stout*

Printed: Robert A. Stout

Title: Treasurer

STATE OF INDIANA)
) SS:
COUNTY OF HENDRICKS)

Sworn to and subscribed before me, a Notary Public, in and for said County and State, this 31 day of JULY, 2000.

Marilyn R. Porter
Notary Public

My Commission Expires:

OCTOBER 25, 2007

MARILYN R. PORTER
Printed

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