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

1. Name of conveying party(ies): 10-20-03  
Fleetwood National Bank  
 FINANCE SECTION

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

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

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other Release of Security Interest

Execution Date: December 4, 2001

2. Name and address of receiving party(ies):

Name: TravelSmith Outfitters, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 60 Leveroni Court  
 City: Novato State: CA ZIP: 94949

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State California  
 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
2,137,636                      2,208,718

Additional numbers attached?  Yes  No

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

Name: Terri Y. Chen  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: Wilson Sonsini Goodrich & Rosati  
650 Page Mill Road  
 \_\_\_\_\_  
 City: Palo Alto State: CA ZIP: 94304-1050

6. Total number of applications and registrations involved: ..... 2

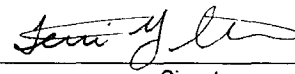
7. Total fee (37 CFR 3.41)..... \$ 65.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
23-2415 Attn: 13210-900 (if fee insufficient)  
 (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.*

Terri Y. Chen                                            10/14/03  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 5

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

10/22/2003 6TON11 00000013 2137636

01 FC:8521 40.00 OP  
 02 FC:8522 25.00 OP

**TERMINATION AND RELEASE**  
**OF**  
**SECURITY INTEREST IN TRADEMARKS**

**TRAVELSMITH OUTFITTERS, INC.**

**TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS, dated as of December 4<sup>th</sup>, 2001, by FLEET NATIONAL BANK, a national banking association with its head office at 100 Federal Street, Boston, Massachusetts 02110, as agent (hereinafter in such capacity, the "Agent"), pursuant to that certain Third Amended and Restated Loan Agreement dated as of August 24, 1998 (as amended from time to time, the "Loan Agreement"), by and among: (a) Cornerstone Brands, Inc. and Cornerstone Brands Group, Inc. (collectively, the "Borrower"), (b) the Guarantors party thereto, (c) the Lenders party thereto and (c) the Agent. Capitalized terms used herein without definition shall have the same meaning as in the Loan Agreement.**

**WHEREAS, Travelsmith Outfitters, Inc. (the "Company") has guaranteed the obligations of the Borrower under the Loan Agreement pursuant to a Guaranty (the "Guaranty");**

**WHEREAS, the Company and the Agent have entered into that certain Trademark, Patent and Copyright Security Agreement dated as of July 27, 2000, as amended by Amendment No.1 to the Trademark, Patent and Copyright Security Agreement dated as of June 6, 2001 (the "Agreement");**

**WHEREAS, the Company and the Agent have entered into that certain Notice of Security Interest in U.S. Trademarks dated as of May 30, 2001 (the "Notice") which Notice was recorded with the United States Patent and Trademark Office at Reel 002317, Frame 0180, both for the purpose of securing payment and performance of the Obligations;**

**WHEREAS, pursuant to the Loan Agreement, the Agreement and the Notice, the Company granted, assigned, transferred and conveyed to the Agent, by way of collateral security, the Collateral (as defined in the Agreement, and collectively known hereinafter as the "Trademarks", including without limitation the Trademarks identified on Exhibit A attached hereto); and**

**WHEREAS, the Agent has agreed to terminate and release its security interest in the Trademarks as herein provided; upon receipt of payment in full, in cash of all the Obligations due under the Loan Agreement and the other Financing Documents;**

NOW, THEREFORE, for valuable consideration the Agent hereby terminates and releases its security interest in the Trademarks, including without limitation the Trademarks listed on Exhibit A attached hereto, and the Agent hereby assigns and transfers to the Company, without representation, warranty or recourse, all of the Agent's right, title and interest in and to the Trademarks effective as of the date set forth above.

FLEET NATIONAL BANK,  
as Agent

By: 

Daniel D. Butler  
Vice-President

CERTIFICATE OF ACKNOWLEDGEMENT

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

December 4, 2001

Then personally appeared the above-named Daniel D. Butler, being a Vice-President of FLEET NATIONAL BANK and acknowledged the foregoing instrument to be his free act and deed and the free act and deed of said FLEET NATIONAL BANK.

Before me,

  
Notary Public JANE A. MARTIN

My Commission Expires: 2/12/02

EXHIBIT A

TRAVELSMITH OUTFITTERS, INC.'S TRADEMARKS

MARK	REGISTRATION NO.	REGISTRATION DATE
The Ultimate Sweater	2137636	February 17, 1998
Hands-Off Handbag	2208718	December 8, 1998