

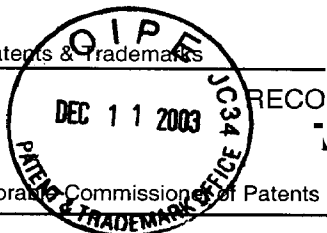
12-18-2003

Commissioner of Patents & Trademarks

Washington, D.C. 20231

Form PTO-1594

(Rev. 03/01)



102626244

U.S. DEPARTMENT OF COMMERCE

U.S. PATENT AND TRADEMARK OFFICE

To the honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof:

1. Name of Conveying Party(ies):

SPORT MASKA INC.

12.11.03

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State **CANADA**
- Other:

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

2. Name and Address of Receiving Party(ies):

Name: **THE CHASE MANHATTAN BANK, as Agent**

Street Address: **633 Third Avenue**

Street Address:

City: **New York**

State/Country: **New York** Postal Code: **10017**

- Individual Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **NEW YORK**
- 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) and address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other: **DECLARATION**

Effective Date: **AS OF APRIL 1, 1997**

4. Application Number(s) or Registration Number(s):

A. Trademark Application Number(s):

B. Trademark Registration Number(s): 1,552,007; 1,518,093; 2,168,036; 2,158,141; 2,239,396; 2,029,440; 1,159,225; 1,056,153; 637,101; 2,053,172; 934,407; 1,601,940

Additional numbers attached? Yes No

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

CUSTOMER NUMBER 00136 -or-

**JACOBSON HOLMAN PLLC
400 Seventh Street, N.W.
Washington, D.C. 20004-2218
Tel. 202-638-6666**

Attorney Docket Number: 12881/G-12881

6. Total number of applications and registrations involved: **12**

7. Total Fee (37 CFR 3.41): **\$315.00**

- Enclosed
- Any deficiencies in enclosed fees are authorized to be charged to Deposit Account No. **06-1358**

40.00
275.00

DO NOT USE THIS SPACE

8. 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.

Harvey B. Jacobson, Jr.

Harvey B. Jacobson, Jr.

December 11 2003

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and documents: **12**

12/17/2003 06:00:54 1552007
01 FT:021
02 FT:032

4-14-97 RE

FORM COVER SHEET
04-22-1997
144359753

Y481/40 482/1225

Tab settings

To the Honorable Commissioner of

attached original documents or copy thereof.

1. Name of conveying party(ies):

Sport Maska, Inc.



- Individual
- General Partnership
- Corporation-State
- Other Canadian Corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: As of April 1st 1997

2. address of receiving party(ies)

Name: The Chase Manhattan Bank, as Agent

Internal Address: _____

Street Address: 633 Third Avenue

City: New York State: NY ZIP: 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other New York Banking Corporation

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)

75/147,985

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Kaye, Scholer, Fierman, Hays & Handler, LLP

Internal Address: Attention: Jeffrey Epstein, Esq.

Street Address: 425 Park Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: _____

50

7. Total fee (37 CFR 3.41).....\$ 1265.00

- Enclosed
- Authorized to be charged to deposit account

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.

Jeannith Gangemi

Name of Person Signing

[Signature]

Signature

420 UT 04/22/97 April 11 1997
0 481 Date

Total number of pages including cover sheet, attachments, and document: 1

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

TRADEMARK
REEL: 1583 FRAME: 0838

EXHIBIT

A

TRADEMARK
REEL: 002881 FRAME: 0774

DECLARATION OF JEFFREY S. ACKERMAN declares that:

1. I am a vice president of The Chase Manhattan Bank ("Chase"), a New York banking corporation, and am duly authorized to make statements and execute affidavits on its behalf. In my capacity as vice president of Chase, I have complete knowledge and familiarity with all of the facts and statements made herein.

2. On April 1, 1997, a document entitled *Assignment for Security (Trademarks)* was executed on behalf of Sport Maska Inc., in favor of Chase, as agent. The aforesaid *Assignment for Security (Trademarks)* was submitted to the U.S. Patent & Trademark Office for recordation on April 14, 1997, on behalf of Chase, and recorded at Trademark Reel 1583, Frames 0838 through 0844, a copy of which is attached as Exhibit "A".

3. On information and belief, the aforementioned *Assignment for Security (Trademarks)* was incorrectly filed as an "Assignment" rather than as a *Security Agreement*.

4. On information and belief, at no time did Sport Maska Inc. assign (other than an assignment for security) any of its rights, title, interest or good will in or to any of the trademarks, and applications or registrations therefor, identified in the *Assignment for Security (Trademarks)*, which was recorded on April 14, 1997, at Trademark Reel 1583, Frames 0838 through 0844.

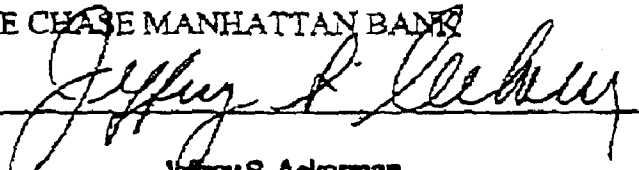
5. In view of the foregoing, it is respectfully requested that the trademark assignment records of the Patent & Trademark Office be amended to indicate that the nature of the conveyance identified as: *Assignment for Security (Trademarks)*, and which was recorded on April 14, 1997, at Trademark Reel 1583, Frames 0838 through 0844, was a *Security Agreement*.

It is further requested that this amendment be recorded against the trademark registrations identified on the attached Exhibit "B".

9. All statements made herein of his own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the document or any registration resulting therefrom.

THE CHASE MANHATTAN BANK

By: _____



Printed Name: _____

Jeffrey S. Ackerman
Vice President

Title: _____

Date: 12/9, 2003

SPORT MASKA INC.
REGISTERED TRADE-MARKS AND APPLICATIONS

UNITED STATES

TRADEMARK	COUNTRY	SERIAL NO.	REG. NO.	WARES
Active Ventilation Technology	U.S.	75/147,985		In-line skates
AIR-KNIT	U.S.	73/644,425	1,532,007	Sweaters for hockey, baseball, ringette, rugby and broomball
ARRESTER	U.S.	74/480,370		In-line skate brakes
AVT	U.S.	75/147,986		In-line skates
Back of skate design (#5)	U.S.	73/658,870	1,318,093	Ice skates
COBRA	U.S.	74/415,188	1,902,205	In-line roller skates
CONCORDE	U.S.	74/415,179		In-line roller skates
CORSAIR	U.S.	74/415,178	1,873,342	In-line roller skates
DES	U.S.	75/148,937		In-line skates
Dry Land	U.S.	75/069,210		In-line skating equipment and apparel
Dry Land	U.S.	75/138,305		In-line skates and other accessories and apparel
Dry Land Hockey Gear	U.S.	75/033,155		In-line skates and roller hockey equipment
DST	U.S.	75/219,014		Hockey skates.
Dynamic Energy System	U.S.	75/148,938		In-line skates
EAGLE	U.S.	74/415,190	1,924,720	In-line roller skates
ES & Design	U.S.	75/197,105		In-line skates.
ES	U.S.	75/197,104		In-line skates.

TRADEMARK
REEL: 1583 FRAME: 0839

08-11-0001-001



<u>TRADEMARK</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>	<u>WARES</u>
FALCON	U.S.	74/415,189		In-line roller skates
GARA	U.S.	1,690,343	1,690,343	Protective sports crash helmets
Heel wedge design (#16)	U.S.	74/467,943		Skates
INTRUDER	U.S.	74/415,186	1,899,995	In-line roller skates
MASKA	U.S.	73/183,066	1,159,225	Sports clothing, namely, shorts, pants, shirts, sweaters, socks, warm-up and practice suits
MUSTANG	U.S.	73/782,809	1,592,164	Ice skates
NTR & Design (#24)	U.S.	74/348,290		Roller skates and in-line skates
NYLITE	U.S.	73/031,568	1,043,627	Ice skates
ORBIT	U.S.	73/050,420	1,056,153	Hockey skates and figure skates
PRO-GARD	U.S.	72/128,248	738,975	Heel protector for skates, gauntlets, helmets, and body protective equipment
PRO-PAC	U.S.	74/430,885		Body protectors
PROLITE	U.S.	71/698,770	637,101	Ice skates, bicycles and hockey sticks
PROWLER	U.S.	74/415,176	1,871,999	In-line roller skates
REVOLVER	U.S.	74/454,126		In-line roller skates and chassis
Rollerman & Design	U.S.		2,037,755	Clothing
Rollerman & Design	U.S.	74/667,737	2,037,754	Clothing
Rollerman & Design	U.S.	74/667,475		Clothing
ROLLERMAN	U.S.	74/595,665	2,014,285	Clothing
SKATE ON THE WILD SIDE	U.S.	74/541,022		In-line roller skates
SKYHAWK	U.S.	74/415,187		In-line roller skates

TRADEMARK
REEL: 1583 FRAME: 0840



<u>TRADEMARK</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>	<u>WARES</u>
SLM & DESIGN	U.S.		1,584,533	Sporting Goods
STARFIGHTER	U.S.	74/415,184	1,873,343	In-line roller skates
SUPRA	U.S.	74/595,663		Hockey equipment, namely ice hockey sticks, in-line hockey sticks, street hockey sticks and their components
SUPRA	U.S.	74/596,851		Hockey pants, elbow pads, shoulder pads, leg protectors and hockey gloves
TACKABERRY	U.S.	75/207,841		Skating boots and skating sets comprising skates and boots
TACKS	U.S.	72/379,341	934,407	Combined skating boots and skates
TACKSACK	U.S.	73/796,465	1,665,650	Skate fitting system
TALON	U.S.	74/415,182		In-line roller skates
TEMPO	U.S.	74/185,788	1,735,015	Protective sports crash helmets and body pads
The Hockey Company	U.S.	75/015,219		Ice, street and roller hockey equipment, accessories and clothing
TOMCAT	U.S.	74/415,185		In-line roller skates
VAKUTACK	U.S.	73/782,212	1,601,040	Ice skates
Ya Wanna Go	U.S.	75/035,669		T-shirts and ball caps

TRADEMARK
 REEL: 1583 FRAME: 0841

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, Sport Maska Inc., a corporation under the Business Corporations Act (New Brunswick) (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 2-A, which trademarks are registered in, or are the subject of pending applications for registration in, the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to The Chase Manhattan Bank, a New York banking corporation, as agent (referred to herein as the "Assignee") for (i) the lenders (the "Lenders") referred to in the Credit Agreement dated as of April 1, 1997, among SLM International, Inc., a Delaware corporation, #1 Apparel, Inc., a Delaware corporation, and Maska U.S., Inc., a Vermont corporation (the "Borrowers"), the Lenders and the Assignee (as amended, modified or supplemented from time to time in accordance with its terms, the "Credit Agreement") and for (ii) itself as issuer of the Letters of Credit, and Assignor has entered into a Security Agreement and Mortgage-Trademarks and Patents dated the date hereof (the "Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the prompt payment and performance of the Secured Obligations, as defined in the Agreement:

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment and performance of the Secured Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms



and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Assignee's address is 633 Third Avenue, New York, New York 10017.

DS #1406407NY

2

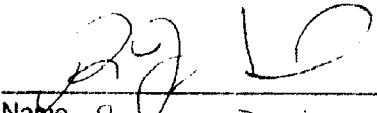
TRADEMARK
REEL: 1583 FRAME: 0843

TRADEMARK
REEL: 002881 FRAME: 0781

IN WITNESS WHEREOF, Assignor has caused this Assignment for Security to be duly executed by its officer thereunto duly authorized as of the 1st day of April, 1997.

SPORT MASKA INC.

By:


Name: Russell J. David
Title: Vice President, Finance

Doc #1406407/NA

3

RECORDED: 04/14/1997

TRADEMARK
REEL: 1583 FRAME: 0844

TRADEMARK
REEL: 002881 FRAME: 0782

Exhibit "B"

SPORT MASKA INC.

U.S. Trademark Registrations

<u>Trademark</u>	<u>Serial No.</u>	<u>Reg'n. No.</u>	<u>Goods</u>
AIR-KNIT	73/644,425	1,552,007	sporting uniforms, namely, sweaters for hockey, baseball, ringuette, rugby and broomball
Back of Skate Design	73/658,870	1,518,093	ice skates
DRY LAND & Design	75/069,210	2,168,036	inline, street and roller hockey helmets; inline, street and roller hockey protective equipment, namely, elbow pads, shoulder pads, leg protectors, sticks, padded pants and jerseys
DRY LAND	75/138,305	2,158,141	inline, street and roller hockey helmets; inline, street and roller hockey protective equipment, namely, elbow pads, shoulder pads, leg protectors, sticks, padded pants and jerseys
DST	75/219,014	2,239,396	hockey skates
Heel Wedge Design	74/467,943	2,029,440	ice hockey skates and inline skates
MASKA	73/183,066	1,159,225	sports clothing, namely, shorts, pants, shirts, sweaters, socks, warm-up and practice suits
ORBIT	73/050,420	1,056,153	skating equipment, namely hockey skates and figure skates
"PROLITE" (stylized)	71/698,770	637,101	ice skates
SUPRA	74/595,663	2,053,172	hockey equipment, namely ice hockey sticks, inline hockey sticks, street hockey sticks and components thereof, namely, shafts and blades
TACKS	72/379,341	934,407	combined skating boots and skates
VAKUTACK	73/782,212	1,601,940	ice skates