04-01-2004

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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇨⇨⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

CampGroup, LLC

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☑ Other limited liability company

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

2. Name and address of receiving party(ies)

Name: The Bank of New York,
Internal Address: as Administrative Agent
Street Address: One Wall Street
City: New York State: NY Zip: 10286

☐ Individual(s) citizenship
☑ Association Banking
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State
☐ 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

3. Nature of conveyance:

☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☑ Other Grant of Security Interest

Execution Date: 12/22/2003

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

A. Trademark Application No.(s) 76/188043

B. Trademark Registration No.(s)

Additional number(s) attached ☐ Yes ☑ No

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

Name:

Internal Address:

Federal Research Company, LLC
1030 15th Street, NW, Suite 920
Washington, DC 20005

Street Ad

City: State: Zip:

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.

ROBERTA TERMINE
Name of Person Signing

Roberta Termine
Signature

3/30/04
Date

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

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

04/02/2004 ECOOPER 00000007 76188043
01 FC:8521 40.00 OP

GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, **CAMPGROUP, LLC**, a New York limited liability company (the "*Grantor*"), is obligated to **THE BANK OF NEW YORK**, as Administrative Agent (in such capacity, the "*Secured Party*") and the lenders from time to time party to the Credit Agreement, dated as of December 22, 2003 (as amended, restated, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), by and among the Grantor, such lenders and the Secured Party, and pursuant to which the Grantor has entered into the Security Agreement, dated as of December 22, 2003 (as amended, restated, supplemented or otherwise modified from time to time, the "*Security Agreement*"), by and between the Grantor, the subsidiaries of Grantor from time to time party thereto and the Secured Party.

Pursuant to the Security Agreement, the Grantor has granted to the Secured Party for the benefit of the Secured Parties (as defined in the Security Agreement) a security interest in and to all of the right, title and interest of the Grantor in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (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, performance and observance of the Obligations (as defined in the Security Agreement).

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby grant to the Secured Party for the benefit of the Secured Parties (as defined in the Security Agreement) a security interest in, the Collateral to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Secured Party's address is: One Wall Street, New York, New York 10286.

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be duly executed by its duly authorized officer as of the 22nd day of December, 2003.

CAMPGROUP, LLC

By: _____
Name: Daniel Zenkel
Title: President and Chief Executive Officer

456363_2

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 22nd day of December in the year 2003 before me, the undersigned, personally appeared Daniel Zenkel, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

Janice Davis
Notary Public

JANICE DAVIS
NOTARY PUBLIC, State of New York
No. 01DA6031294
Qualified in Kings County
Commission Expires Sept. 27, 2005

My Commission Expires:

September 27, 2005

Schedule 1

Registered Owner: CampGroup, LLC 3 New King Street

ID	Country	Mark	Classes	App. #	App. Dt	Reg. #	Reg. Dt	Status
376	United States	CAMPGROUP	041	76/188043	12/29/00			Pending Application