

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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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):

Sunrock Capital Corp.

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

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

2. Name and address of receiving party(ies)

Name: Wells Fargo Business Credit, Inc.

Internal Address: Suite 1400

Street Address: 100 East Wisconsin Ave.

City: Milwaukee State: WI Zip: 53202

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Minnesota
- 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
- Security Agreement
- Other assignment of security interest
- Merger
- Change of Name

Execution Date: 04/10/2003

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) see attached

Exhibit A

Additional number(s) attached Yes No

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

Name: Brian G. Gilpin

Internal Address: Godfrey & Kahn, S.C.

Street Address: 780 N. Water Street

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: 35

7. Total fee (37 CFR 3.41) \$ 890.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-1509

DO NOT USE THIS SPACE

9. Signature.

Brian G. Gilpin

Name of Person Signing

Brian G. Gilpin
Signature

Sept. 22, 2004
Date

Total number of pages including cover sheet, attachments, and document: 4

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

Exhibit A**UNITED STATES TRADEMARKS****REGISTRATIONS**

<u>Mark</u>	<u>Registration Number</u>
LAREDO & DESIGN	1886114
LAREDO	1251177
PERFORMAIR	2043798
CODE WEST	1495199
CODE WEST	1769020
J. CHISHOLM HANDCRAFTED BOOTS	1923763
J. CHISHOLM	1825204
TEXAS BRAND BOOTS	1280781
TEXAS BRAND BOOTS	0964732
TEXAS BRAND BOOTS	0822175
BRONCO	1951425
CEDAR CREST	0971920
CIMARRON	1751334
BOOT COUNTRY	1901056
BOOT COUNTRY	1508609
BOOT FACTORY	1644686
EL DORADO	1882281
AMERICA'S BOOTMAKER	1691672
AMERICA'S BOOTMAKER	1411864

SCOOTER'S BOOTS	2058009
SCOOTER'S WORLD TOUR 1959 KY-59	2162333
SCOOTER'S XY-59 WORLD TOUR 1959	2216010
T.O. PRIDE DRY GOODS	2034590
421	1389154
TOUGH RIDERS	1376028
(NO NAME)	1668594
BOOT EZE	1852775
GENOVESE EXPRESS	1772052
FSP	1861982
(NO NAME)	2056330
MAGIC-FLEX	1060356
THE EL DORADO HANDMADE BOOT	1440013
MAGIC-FLEX	1597608
DURABUCK	1690276
AMERICA'S BOOTMAKER	1877045

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NOTICE OF ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS

UNITED STATES PATENT AND TRADEMARK OFFICE

Please be advised that pursuant to an Assignment effective as of February 15, 2003, WELLS FARGO BUSINESS CREDIT, INC. (the "Secured Party") has acquired a security interest in certain trademarks from Sunrock Capital Corp. (the "Original Secured Party"), which original security interest was dated as of September 5, 2002, by TEXAS BOOT, INC. (the "Debtor") in favor of the Original Secured Party. The Debtor has granted to the Secured Party, by virtue of the assignment, a continuing security interest in and continuing lien upon, the trademark registrations and/or trademark applications listed in **Exhibit A**, attached hereto.

The Secured Party hereby acknowledges that the security interest in the foregoing trademark registrations and/or trademark applications (i) may only be terminated in accordance with the terms of that certain Loan and Security Agreement dated September 5, 2002, as amended, and that certain Security Agreement dated September 5, 2002, each between the Original Secured Party and the Debtor, as assigned to the Secured Party effective February 15, 2003, and (ii) is not to be construed as an assignment of any trademark registration and/or trademark application.

Dated this 10 day of April, 2003.

Dated this 10 day of April, 2003.

SUNROCK CAPITAL CORP.

WELLS FARGO BUSINESS CREDIT, INC.

By: [Signature]
Name: John Erwin
Title: E.V.A.

By: [Signature]
Name: Keith Gostomski
Title: Vice President

Signed and sworn to before me this 10th day of April, 2003.

Signed and sworn to before me this 10th day of April, 2003.

[Signature]
Notary Public, State of Pennsylvania
My commission _____

[Signature]
Notary Public, State of Del.
My commission 2/12/06



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