TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Business Credit, Inc.		06/26/2003	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Ogio International, Inc.
Street Address:	14926 South Pony Express Road
City:	Bluffdale
State/Country:	UTAH
Postal Code:	84065
Entity Type:	CORPORATION: UTAH

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2721934	IONIK
Registration Number:	2447971	LUCK'S GOT NOTHIN' TO DO WITH IT
Registration Number:	2596910	OGIO SPORT
Registration Number:	1814989	OGIO
Registration Number:	2522012	O'GIO SPORT
Registration Number:	2551941	
Registration Number:	2046067	RIG
Registration Number:	2206092	STOMPER
Registration Number:	2835070	
Serial Number:	78375703	EXO
Serial Number:	78167539	SHLING
Serial Number:	78405873	SLED
Serial Number:	76349434	SUBJECT:
Serial Number:	78424798	TORQ STRAP
Serial Number:	78356897	VAPORLITE

CH $415.00 2721934

Serial Number:	76364745	

CORRESPONDENCE DATA

Fax Number: (602)445-8643

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (602) 445-8382

Email: stearnss@gtlaw.com

Correspondent Name: Susan Daly Stearns

Address Line 1: 2375 E. Camelback Road, Suite 700

Address Line 2: Greenberg Traurig, LLP

Address Line 4: Phoenix, ARIZONA 85016

ATTORNEY DOCKET NUMBER:	71526-010200
NAME OF SUBMITTER:	Susan Daly Stearns

Total Attachments: 5

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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Credit and Security Agreement dated as of June 26, 2003, together with all amendments, modifications or replacements thereto, and the Patent and Trademark Security Agreement, dated as of June 26, 2003, as amended by the Amendment to Patent and Trademark Security Agreement, dated as of July 26, 2004 and all other amendments, modifications or replacements thereto (collectively, the "Security Agreement") by and between Wells Fargo Business Credit, Inc. ("Lender") and Ogio International, Inc. ("Borrower"), the undersigned Borrower has granted to Lender a continuing security interest in and continuing lien upon the collateral described in the UCC Financing Statement attached as Exhibit A (the "Collateral"), which Collateral includes without limitation, the trademarks and trademark applications shown below:

TRADEMARK REGISTRATIONS

Mark	Country	Registration Number	Registration Date
Ionik	U.S.	2,721,934	6/3/2003
Luck's Got Nothin' To Do With It	U.S.	2,447,971	5/1/2001
O'GIO w/Red Apostrophe	U.S.	2,596,910	7/23/2002
OGIO and Design	U.S.	1,814,989	1/4/1994 (renewed 4/22/2004)
OGIO Circle Logo	U.S.	2,522,012	12/25/2001
Peace Sign	U.S.	2,551,941	3/26/2002
RIG	U.S.	2,046,067	3/18/1997
STOMPER	U.S.	2,206,092	11/24/1998
SUBJECT	U.S.	2,835,070	4/20/2004
Ogio	European Union	1566827	3/21/2001
Ogio	Japan	4733784	12/12/2003
Ogio	Norway	198791	11/6/2001
Ogio	Singapore	T00/06623E	4/18/2000
Ogio	Singapore	T00/06624C	4/18/2000
Ogio	Singapore	T00/06625A	4/18/2000

Ogio	South Africa	2000/06577	2/27/2004
Ogio	South Africa	2000/06578	2/27/2004
OGIO	Canada	TMA571,623	12/3/2002
Peace Sign	Japan	4498445	8/10/2001
SUBJECT	Japan	4,733,784	4/11/2003

TRADEMARK APPLICATIONS

Mark	Country	Application Number	Filing Date
EXO	U.S.	78/375,703	2/27/2004
SHLING	U.S.	78/167,539	9/24/02 (allowed)
SLED	U.S.	78/405,873	4/21/04
SUBJECT	U.S.	76/349,434	12/14/01 (allowed)
TORQ STRAP	U.S.	78/424,798	5/25/04
VAPORLITE	U.S.	78/356,897	1/23/04
Miscellaneous Design (Subject Logo)	U.S.	76/364,745	1/30/02
Miscellaneous Design (Subject Logo)	Canada	1,148,731	8/2/2002
Ogio	Argentina	2,496,194	2/19/2004
Ogio	Argentina	2,496,195	2/19/2004
Ogio	Argentina	2,496,196	2/19/2004
Ogio	Australia	991122	2/27/2004
Ogio	Brazil	n/a	4/29/2004
Ogio	Brazil	n/a	4/29/2004
Ogio	Brazil	n/a	4/29/2004
Ogio	Chile	n/a	In process
Ogio	China	n/a	In process
Ogio	India	1269243	2/27/2004
Ogio	Malaysia	2000/08012	6/20/2000
Ogio	Malaysia	2000/08013	6/20/2000
Ogio	Malaysia	2000/08014	6/20/2000
Ogio	Mexico	643642	2/25/2004
Ogio	Mexico	643641	2/25/2004
Ogio	Mexico	643640	2/25/2004
Ogio	New Zealand	708557	2/23/2004
Ogio	South Korea	n/a	In process
Peace Sign	European Union	3/20/7355	12/08/2000
Shling	European Union	003667268	2/17/2004
SUBJECT	Canada	1/21/5032	6/14/2002

The Borrower, on behalf of the Lender, hereby acknowledges and agrees that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

OGIO INTERNATIONAL, INC., a Utah corporation

By: _____
Name: Gary Bowen
Title: CFO

Acknowledged and Accepted:

WELLS FARGO BUSINESS CREDIT, INC., a Minnesota corporation

By: _____
Name: Darcy Della Flora
Title: Vice President

TRADEMARK
REEL: 002958 FRAME: 0474

EXHIBIT A

UCC FINANCING STATEMENT

RECEIVED

MAY 30 2003

Utah Div. Of Corp. & Comm. Code

JVB

05/30/2003
Receipt Number: 382913
Amount Paid: $10.00

05-30-03P04:20 RCVD

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Diane Haney (801) 933-7376

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Diane Haney
Dorsey & Whitney LLP
170 South Main Street, Suite 900
Salt Lake City, Utah 84101

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME: OGIO International, Inc.

OR 1b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX

1c. MAILING ADDRESS: 14926 South Pony Express Road | CITY: Bluffdale | STATE: UT | POSTAL CODE: 84065 | COUNTRY: U.S.A.

1d. TAX ID #: SSN OR EIN: 87-0442721 | ADD'L INFO RE ORGANIZATION DEBTOR | 1e. TYPE OF ORGANIZATION: Corporation | 1f. JURISDICTION OF ORGANIZATION: Utah | 1g. ORGANIZATIONAL ID #, if any: 961986-0142 ☐ NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR 2b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX

2c. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY

2d. TAX ID #: SSN OR EIN | ADD'L INFO RE ORGANIZATION DEBTOR | 2e. TYPE OF ORGANIZATION | 2f. JURISDICTION OF ORGANIZATION | 2g. ORGANIZATIONAL ID #, if any ☐ NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME: Wells Fargo Business Credit, Inc.

OR 3b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX

3c. MAILING ADDRESS: MAC S4101-076, 100 West Washington Street, 7th Floor | CITY: Phoenix | STATE: AZ | POSTAL CODE: 85003 | COUNTRY: U.S.A.

4. This FINANCING STATEMENT covers the following collateral:

ALL OF DEBTOR'S PERSONAL PROPERTY WHETHER NOW OWNED OR HEREAFTER ACQUIRED, TOGETHER WITH ALL SUBSTITUTIONS AND REPLACEMENTS THEREFOR AND PRODUCTS AND PROCEEDS THEREOF.

5. ALTERNATIVE DESIGNATION [if applicable]: ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAILOR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC FILING

6. ☐ This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS Attach Addendum [if applicable] | 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2

8. OPTIONAL FILER REFERENCE DATA
Utah Secretary of State; 458653-

TRADEMARK

~~RECORDED: 10/18/2004~~