

10-28-2004

Form PTO-1594

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RECORDATION
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DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

Totes Isotoner Corporation
9655 International Blvd.
Cincinnati, OH 45246

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

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: September 13, 2004

2. Name and address of receiving party(ies)

Name: General Electric Capital Corporation

Internal

Address: _____

Street Address: 500 West Monroe Street

City: Chicago State: IL Zip: 60661

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ 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

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

A. Trademark Application No.(s) See list attached

B. Trademark Registration No.(s) See list attached

Additional number(s) attached ☒ Yes ☐ No

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

Name: Christina McClure

Internal Address: _____

Street Address: Latham & Watkins

233 S. Wacker Drive, Suite 5800

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 194

7. Total fee (37 CFR 3.41).....\$ 4,865.71

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Christina McClure

Name of Person Signing


 Signature

October 22, 2004

Date

Total number of pages including cover sheet, attachments, and document: 15

10/28/2004 JJALLAH2 00000005 2306503

Mail documents to be recorded with required cover sheet information to:
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01 FC:0521
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TRADEMARK
 REEL: 002967 FRAME: 0825

ANNEX I-A

U.S. Trademark Registrations

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Official Renewal Date	Class	Goods & Services
US.	A TREAT FOR YOUR FEET	totes Isotoner Corp.	2,386,503	09/12/00		09/12/10	25	Footwear.
U.S.	ALIAS	totes Isotoner Corp.	2,242,753	05/04/99		05/04/09	9	Sunglasses
U.S.	ARIS	totes Isotoner Corp.	2,239,133	04/13/99		04/13/09	25	Slippers.
U.S.	ARIS	totes Isotoner Corp.	979,477	02/26/74		02/26/14	25	Gloves made of leather or fabric or combinations thereof.
U.S.	ARIS LIGHTS	totes Isotoner Corp.	1,380,549	01/28/86		01/28/06	25	Gloves.
U.S.	AUTO CLUB	totes Isotoner Corp.	2,070,171	06/10/97		06/10/07	20	Automotive accessories, namely, storage organizers for use in automotive vehicles.
U.S.	AUTO OPEN /CLOSE BUTTON DESIGN	totes Isotoner Corp.	2,159,693	05/19/98		05/19/08	18	Umbrellas.
U.S.	BACKPACK UMBRELLA	totes Isotoner Corp.	2,446,972	04/24/01		04/24/10	18	Umbrellas.
U.S.	BASICS BY ISOTONER	totes Isotoner Corp.	2,743,428	7/29/03		07/29/13	25	Footwear.
U.S.	CASHMELLE	totes Isotoner Corp.	1,462,915	10/27/87		10/27/07	25	Gloves.
U.S.	CHROMATICS	totes Isotoner Corp.	1,329,582	04/09/85		04/09/05	18	Umbrellas.
U.S.	CHROMATICS	totes Isotoner Corp.	1,569,859	12/05/89		12/05/09	25	Footwear and rainwear.
US.	CITY STRETCH	totes Isotoner Corp.	2,550,942	03/19/02		03/19/12	25	Slippers.
U.S.	COLORCLOVERS	totes Isotoner Corp.	2,311,054	01/25/00		1/25/10	18 & 25	Umbrellas; rainwear, namely, rain jackets raincoats, and ponchos.
U.S.	COMMUTER	totes Isotoner Corp.	1,336,835	05/21/85		05/21/05	25	Coats.
U.S.	COMMUTER	totes Isotoner Corp.	1,375,934	12/17/85		12/17/05	24	Coat fabric.
U.S.	CONTOURS BY ISOTONER	totes Isotoner Corp.	2,272,054	08/24/99		08/24/09	25	Gloves, hats, scarves and slippers.
U.S.	CYBRRRR	totes Isotoner Corp.	2,472,457	07/24/01		07/24/11	9	Sunglasses.
U.S.	CYBRRRR	totes Isotoner Corp.	2,489,056	09/11/01		09/11/11	25	Hats, gloves, scarves, slippers and slipper socks.
U.S.	CYBRRRR	totes Isotoner Corp.	2,489,408	09/11/01		09/11/11	18	Umbrellas.
U.S.	DESIGN UMBRELLA LOGO	totes Isotoner Corp.	1,386,797	03/18/86		03/18/06	18	Umbrellas.
U.S.	DOUBLE CHEVRON DESIGN	totes Isotoner Corp.	1,192,171	03/16/82		03/16/12	25	Gloves.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Official Renewal Date	Class	Goods & Services
U.S.	DOUBLE CHEVRON DESIGN	totes Isotoner Corp.	1,423,962	01/06/87		01/06/07	25	Gloves, bodysuits, hosiery, tights and slippers.
U.S.	DOUBLE CHEVRON DESIGN	totes Isotoner Corp.	1,468,411	12/08/87		12/08/07	25	Ladies' hosiery and pantyhose.
U.S.	DOUBLE CHEVRON DESIGN	totes Isotoner Corp.	2,787,756	12/02/03		12/02/13	25	Socks.
U.S.	DOUBLE V DESIGN	totes Isotoner Corp.	1,485,320	04/19/88		04/19/08	25	Slippers.
U.S.	EXCURSIONS BY ISOTONER	totes Isotoner Corp.	2,809,531	01/27/04		01/27/14	25	Gloves
U.S.	EYE SCREENS	totes Isotoner Corp.	1,502,032	08/30/88		08/30/08	9	Eyeglasses.
U.S.	EYE SCREENS CLASSICS	totes Isotoner Corp.	2,313,733	02/01/00		02/01/10	9	Sunglasses.
U.S.	EYE SCREENS TRENDS	totes Isotoner Corp.	2,378,137	08/15/00		08/15/10	9	Sunglasses.
U.S.	GATOR GRIPS	totes Isotoner Corp.	1,673,884	01/28/92		01/28/12	25	Slippers.
U.S.	Glove Design	totes Isotoner Corp.	1,192,171	03/16/82		03/16/02	25	Gloves.
U.S.	GLOVEBOX	totes Isotoner Corp.	2,441,634	04/03/01		04/03/11	18	Umbrellas.
U.S.	HENRYSON	totes Isotoner Corp.	1,400,332	07/08/86		07/08/06	18	Umbrellas.
U.S.	HIDEAWAY	totes Isotoner Corp.	2,418,478	01/02/01		01/02/11	18	Umbrellas.
U.S.	HIP CLIP	totes Isotoner Corp.	2,541,545	02/19/02		02/19/12	18	Umbrellas.
U.S.	I (BOX LOGO)	totes Isotoner Corp.	2,269,886	08/10/99		08/10/09	25	Gloves, hats, scarves, shoes, slippers and socks.
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,579,495	06/11/02		06/11/12	8	Non-electric can openers; cultivator for use in garden; hoes; multifunction tools; hand operated shears, transplanters, trowels.
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,724,791	06/10/03		06/10/13	6	Tool case, namely metal toolbox; key ring, namely, metal key rings; metal clips for golf tees, markers, and balls.
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,729,639	06/24/03		06/24/13	7	Vacuum cleaner.
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,729,640	06/24/03		06/24/13	9	Battery powered lights, namely emergency lights; hardware, namely computer vacuum; measuring tape; multiple socket lighter socket plug; tire pressure gauge.
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,729,641	06/24/03		06/24/13	11	Battery powered lights, namely flashlight, lamp and spotlight.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Official Renewal Date	Class	Goods & Services
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,729,642	06/24/03		06/24/13	22	Adjustable length trunk strap.
U.S.	IMAGES BY TOTES	totes Isotoner Corp.	2,735,105	07/08/03		07/08/13	12	Vehicle trunk organizer; visor organizer.
U.S.	IMPRESSIONS FROM ISOTONER	totes Isotoner Corp.	2,809,515	01/27/04		01/27/14	25	Gloves
U.S.	ISOFLEX	totes Isotoner Corp.	2,317,153	02/08/00		02/08/10	24	Stretch fabrics used in the manufacturing of clothing.
U.S.	ISOLOFT	totes Isotoner Corp.	2,317,297	02/08/00		02/08/10	25	Outerwear, namely gloves and glove lining.
U.S.	ISOSPORT	totes Isotoner Corp.	2,349,044	05/09/00		05/09/10	25	Slippers, hats, gloves and scarves.
U.S.	ISOTONER	totes Isotoner Corp.	1,263,689	01/10/84		01/10/14	25	Slippers.
U.S.	ISOTONER	totes Isotoner Corp.	2,695,176	03/11/03		03/11/13	18	Umbrellas.
U.S.	ISOTONER	totes Isotoner Corp.	1,473,314	01/19/88		01/19/08	25	Knit hats and scarves.
U.S.	ISOTONER	totes Isotoner Corp.	2,283,943	10/5/99		10/5/09	18	Carry all bags, cosmetic cases sold empty and backpacks.
U.S.	ISOTONER	totes Isotoner Corp.	2,695,176	3/11/03		3/11/13	18	Umbrellas.
U.S.	ISOTONER	totes Isotoner Corp.	1,249,912	08/30/83		08/30/13	25	Men's gloves.
U.S.	ISOTONER	totes Isotoner Corp.	1,807,666	11/30/93		11/30/13	25	Socks.
U.S.	ISOTONER	totes Isotoner Corp.	909,643	03/09/71		03/09/11	25	Stretch garments- namely, [shirts, pants] gloves, and hose.
U.S.	ISOTONER CLASSICS	totes Isotoner Corp.	1,905,710	07/18/95		07/18/05	25	Slippers, socks, gloves, mittens, hats.
U.S.	ISOTONER COUNTRY	totes Isotoner Corp.	1,888,572	04/11/95		04/11/05	25	Slippers, socks, gloves, hats, scarves, mittens.
U.S.	ISOTONER GLOVES	totes Isotoner Corp.	885,094	01/27/70		01/27/10	25	Ladies' and misses' gloves.
U.S.	ISOTONER GO ANYWHERE	totes Isotoner Corp.	2,330,264	3/14/00		3/14/10	25	Footwear.
US.	ISOTONER IMPRESSIONS	totes Isotoner Corp.	2,335,015	03/28/00		03/28/10	25	Casual footwear and slippers.
U.S.	ISOTONER KNITS	totes Isotoner Corp.	1,916,557	09/05/95		09/05/05	25	Hats, gloves, scarves, mittens.
U.S.	ISOTONER PILLOWSTEP	totes Isotoner Corp.	2,805,917	01/13/04		01/13/14	25	Slippers.
U.S.	ISOTONER SPORTS CLUB	totes Isotoner Corp.	2,589,910	07/2/02		7/2/12	25	Slippers and slipper socks.
U.S.	ISOTONER TOO!	totes Isotoner Corp.	2,667,098	12/24/02		12/24/12	25	Slippers, scarves and gloves.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Official Renewal Date	Class	Goods & Services
U.S.	ISOTONER WARMUPS	totes Isotoner Corp.	2,233,990	03/23/99		03/23/09	25	Slippers.
U.S.	KID SCREENS	totes Isotoner Corp.	2,300,733	12/14/99		12/14/09	9	Sunglasses.
U.S.	KNIT COUNTRY	totes Isotoner Corp.	1,369,172	11/05/85		11/05/05	25	Knitted clothing, namely; socks, hats, gloves, mittens, scarves, leg warmers, caps and slipper sox.
U.S.	KNIT STREET	totes Isotoner Corp.	1,309,096	12/11/84		12/11/04	25	Knitted garments
U.S.	MICRON	totes Isotoner Corp.	2,885,285	9/14/04		9/14/14	18	Umbrellas
U.S.	NIGHTLIGHTER	totes Isotoner Corp.	2,189,912	09/15/98		09/15/08	18	Umbrellas.
U.S.	ONE SIZE LEATHERS	totes Isotoner Corp.	2,480,999	08/21/01		08/21/11	25	Gloves made substantially of leather.
U.S.	POCKET WONDER	totes Isotoner Corp.	2,416,835	01/2/01		1/2/2011	18	Umbrellas.
U.S.	POPTOP	totes Isotoner Corp.	2,525,861	01/1/02		1/1/2012	18	Umbrellas.
U.S.	PROTECT YOUR EYEDENTITY	totes Isotoner Corp.	2,244,607	05/11/99		05/11/09	9	Sunglasses
U.S.	RAIN ROLLS RIGHT OFF	totes Isotoner Corp.	1,847,742	08/2/94		8/2/2014	25	Coats, headwear and scarves.
U.S.	RAINDROPS	totes Isotoner Corp.	2,044,998	03/11/97		3/11/2007	18	Umbrellas.
U.S.	RAINES	totes Isotoner Corp.	2,285,124	10/12/99		10/12/09	18	Umbrellas.
U.S.	RAINES	totes Isotoner Corp.	2,273,181	8/24/99		8/24/09	25	Rainwear, namely rain jackets, raincoats and ponchos
U.S.	RAINESPORT	totes Isotoner Corp.	2,658,041	12/10/02		12/10/12	18	Umbrellas.
U.S.	RAIN-TOTE	totes Isotoner Corp.	815,920	09/27/66		09/27/06	25	Plastic Raincoats.
U.S.	RAINWORKS	totes Isotoner Corp.	2,299,005	12/07/99		12/07/09	18	Umbrellas.
U.S.	SECRET SOLE	totes Isotoner Corp.	2,201,820	11/03/98		11/03/08	25	Slippers.
U.S.	SMALL WONDER	totes Isotoner Corp.	1,870,559	12/27/94	Plan to renew	12/27/04	18	Umbrellas.
U.S.	SNUGGLESOX	Totes Incorporated	1,575,115	01/02/90		01/02/10	25	Slipper socks.
U.S.	SPLASH FLASH	totes Isotoner Corp.	2,402,629	11/07/00		11/07/10	11	Flashlights.
U.S.	SPLASHFLASH	totes Isotoner Corp.	2,430,680	02/27/01		02/27/11	18	Umbrellas.
U.S.	STAIN GUARD	totes Isotoner Corp.	1,358,159	09/03/85		09/03/05	25	Gloves.
U.S.	STAY-DRI	totes Isotoner Corp.	1,323,401	03/05/85		03/05/05	25	Hats, scarves.
U.S.	STORMBEATER	totes Isotoner Corp.	2,580,205	06/11/02		06/11/12	18	Umbrellas.
U.S.	SUNDROPS	totes Isotoner Corp.	2,566,159	04/30/02		04/30/12	18	Umbrellas.
U.S.	SUNGLASS STATION	totes Isotoner Corp.	1,702,255	07/21/92		07/21/12	42	Retail outlets featuring sunglasses.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Original Renewal Date	Class	Goods & Services
U.S.	SUNGLASS WORLD	totes Isotoner Corp.	1,783,019	07/20/93		07/20/13	42	Retail store services in the field of sunglasses, non-prescription reading glasses, eyeglass accessories, caps and shirts.
U.S.	SUPER GRIP	totes Isotoner Corp.	1,320,201	02/12/85		02/12/05	28	Grips for racquets & bats.
U.S.	SUPER GRIP	totes Isotoner Corp.	1,532,175	03/28/89		03/28/09	28	Athletic implement grips.
U.S.	SUPERDOME	totes Isotoner Corp.	2,737,765	07/15/03		07/15/13	18	Umbrellas.
U.S.	SUPERTREADS	totes Isotoner Corp.	2,060,154	05/06/97		05/06/07	25	Footwear.
U.S.	TECH-TEX	totes Isotoner Corp.	1,349,484	07/16/85		07/16/05	24	Fabric for use in wearing apparel.
U.S.	THE BIG TOP	totes Isotoner Corp.	1,889,285	04/11/95		04/11/05	18	Umbrellas.
U.S.	THE GO-ANYWHERE UMBRELLA	totes Isotoner Corp.	2,586,343	06/25/02		06/25/12	18	Umbrellas.
U.S.	THE LEATHER GLOVE WITH THE SPANDEX FIT	totes Isotoner Corp.	2,422,261	01/16/01		1/16/11	25	Gloves.
U.S.	THE PROFESSIONAL	totes Isotoner Corp.	2,225,572	02/23/099		02/23/09	18	Umbrellas
U.S.	THERMAL PUFF	totes Isotoner Corp.	1,365,669	10/15/85		10/15/05	25	Gloves, hats.
U.S.	THEY'RE WHAT YOUR FEET WANT TO WEAR	totes Isotoner Corp.	2,293,617	11/16/99		11/16/09	25	Slippers.
U.S.	TOASTIES	totes Isotoner Corp.	1,620,085	10/30/90		10/30/10	25	Slipper socks.
U.S.	TOASTIES BY TOTES	totes Isotoner Corp.	2,234,915	03/23/99		03/23/09	25	Slipper socks.
U.S.	TOASTIES BY TOTES	totes Isotoner Corp.	2,246,468	05/18/99		05/18/09	25	Gloves, mufflers, earmuffs, and headwear.
U.S.	TOTES	totes Isotoner Corp.	1,313,581	01/08/85		01/08/05	25	Capes, jackets and ponchos.
U.S.	TOTES	totes Isotoner Corp.	1,315,771	01/22/85		01/22/05	18	Luggage: garment bags for travel & cosmetic & toiletry cases sold empty.
U.S.	TOTES	totes Isotoner Corp.	1,326,778	03/26/85		03/26/05	9	Eyeglass frames and sunglasses.
U.S.	TOTES	totes Isotoner Corp.	1,326,980	03/26/85		03/26/05	18	Wallets.
U.S.	TOTES	totes Isotoner Corp.	1,327,159	03/26/85		03/26/05	25	Shoes.
U.S.	TOTES	totes Isotoner Corp.	1,327,160	03/26/85		03/26/05	25	Belts.
U.S.	TOTES	totes Isotoner Corp.	1,347,660	07/09/85		07/09/05	14	Watches.
U.S.	TOTES	totes Isotoner Corp.	1,354,368	08/13/85		08/13/05	25	Gloves and mittens.
U.S.	TOTES	Totes Incorporated	1,375,994	12/17/85		12/17/05	25	Dickey's, earmuffs and mufflers.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Original Renewal Date	Class	Goods & Services
U.S.	TOTES	totes Isotoner Corp.	1,081,141	01/03/78		01/03/08	25	Coats, hats, slippers and ties.
U.S.	TOTES	totes Isotoner Corp.	2,211,666	12/15/98		12/15/08	3	Cleaners, conditioners for leather, vinyl and fabric.
U.S.	TOTES	totes Isotoner Corp.	1,525,716	02/21/89		02/21/09	21	Heat insulated cooler bags for beverages or food.
U.S.	TOTES	totes Isotoner Corp.	1,528,120	03/07/89		03/07/09	11	Emergency lights & flashlights.
U.S.	TOTES	totes Isotoner Corp.	1,530,893	03/21/89		03/21/09	20	Pillows.
U.S.	TOTES	totes Isotoner Corp.	2,280,041	09/21/99		09/21/09	1	Water repellants for leather, patent leather, vinyl and fabric.
U.S.	TOTES	totes Isotoner Corp.	1,557,776	09/26/89		09/26/09	9	Audio cassette cases.
U.S.	TOTES	totes Isotoner Corp.	1,587,955	03/20/90		3/20/10	25	Socks.
U.S.	TOTES	totes Isotoner Corp.	524,181	04/18/50		4/18/10	25	Lightweight rubber overshoes.
U.S.	TOTES	totes Isotoner Corp.	1,138,767	08/19/80		08/19/10	18	Carrying cases & pouches for overshoes, raincoats & umbrellas.
U.S.	TOTES	totes Isotoner Corp.	1,149,822	03/31/81		03/31/11	18 & 25	Umbrellas, boots & overshoes.
U.S.	TOTES	totes Isotoner Corp.	1,154,884	05/19/81		05/19/11	18	Fabric carryalls with umbrella storage compartment.
U.S.	TOTES	totes Isotoner Corp.	1,700,210	07/14/92		07/14/12	8	Hand tools, namely, window ice scrapers.
U.S.	TOTES	totes Isotoner Corp.	2,621,805	09/17/02		09/17/12	8	Non-electric can openers, cultivators used in the garden.
U.S.	TOTES	totes Isotoner Corp.	2,700,817	03/25/03		03/25/13	6	Tool case, namely metal toolbox; key ring, namely metal key rings; metal clips for golf tees, markers and balls.
U.S.	TOTES	totes Isotoner Corp.	2,700,818	03/25/03		03/25/13	7	Vacuum cleaner.
U.S.	TOTES	totes Isotoner Corp.	2,700,819	03/25/03		03/25/13	9	Battery powered lights, namely emergency lights; hardware, namely, computer vacuum; measuring tape; multiple socket lighter socket plug; tire pressure gauge; eyeglass case with clip for attachment to automobile sun visor.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Original Renewal Date	Class	Goods & Services
U.S.	TOTES	totes Isotoner Corp.	2,700,820	03/25/03		03/25/13	11	Battery powered lights, namely, flashlight, lamp and spotlight.
U.S.	TOTES	totes Isotoner Corp.	2,716,370	05/13/03		05/13/13	28	Golf accessories and gifts, ball markers, golf ball pick-up device, golf ball retrievers, chipping practice net, golf bag club organizer, home yard golf set, flagstick, flag and cup, multi-function golf tool, practice net, putting cup, putting kit including putting carpet, cup and balls, score recorder, and tees, divot repair tools, golf bag accessory pouch for holding beverage.
U.S.	TOTES	totes Isotoner Corp.	2,784,567	11/18/03		11/18/13	12	Vehicle trunk organizer, visor organizer.
U.S.	TOTES	totes Isotoner Corp.	1,309,481	12/11/84	Plan to renew	12/11/04	42	Retail store and mail order services in the field of general merchandise.
U.S.	TOTES	totes Isotoner Corp.	1,061,743	03/22/77		03/22/07	25	Women's scarves.
U.S.	TOTES	totes Isotoner Corp.	2,124,107	12/23/97		12/23/07	25	Earmuffs and headwear.
U.S.	TOTES	totes Isotoner Corp.	2,845,202	05/25/04		05/25/14	3	Golf shoe care kit.
U.S.	TOTES & UMBRELLA DESIGN	totes Isotoner Corp.	2,248,131	05/25/99		05/25/09	25	Footwear.
U.S.	TOTES COAT	totes Isotoner Corp.	983,116	05/7/74		05/07/14	1	Water repellant composition for use on leathers and fabrics.
U.S.	TOTES ELEMENTS	totes Isotoner Corp.	2,856,900	06/22/04		06/22/14	18	Umbrellas.
U.S.	TOTES KIDS	totes Isotoner Corp.	2,385,152	09/12/00		09/12/10	25	Raincoats.
U.S.	TOTES KIDS	totes Isotoner Corp.	2,445,056	04/17/01		04/17/11	18	Umbrellas, backpacks, carryall bags, fanny packs, luggage.
U.S.	TOTES PACK-IT	totes Isotoner Corp.	2,337,638	04/04/00		04/04/10	25	Jackets.
U.S.	TOTES SIGNATURE	totes Isotoner Corp.	2,460,079	06/12/01		6/12/11	18	Briefcases.
U.S.	TOTES SPORT	totes Isotoner Corp.	2,305,847	01/04/00		01/04/10	18	Backpacks, carryall bags, duffel bags and fanny packs.
U.S.	TOTES TOASTIES	totes Isotoner Corp.	1,510,241	10/25/88		10/25/08	25	Slipper socks.
U.S.	TOTES TOASTIES	totes Isotoner Corp.	1,666,245	11/26/91		11/26/11	25	Slippers.

Country	Mark	Owner	Reg. No.	Issue Date	Current Status	Official Renewal Date	Class	Goods & Services
U.S.	TOTES WEATHER PROTECTORS	totes Isotoner Corp.	1,333,372	04/30/85		04/30/05	25	Coats, jackets and rainwear.
U.S.	TOTES/oval design	totes Isotoner Corp.	942,851	09/12/72		09/12/12	18	Umbrellas.
U.S.	TOTES stylized	totes Isotoner Corp.	925,164	12/07/71		12/07/11	18	Umbrellas.
U.S.	TOTESPORT	totes Isotoner Corp.	2,181,473	08/11/98		08/11/08	18	Umbrellas.
U.S.	ULTRA-THERM	totes Isotoner Corp.	1,419,302	12/2/86	Will not renew	12/2/06	25	Gloves, hats, scarves.
U.S.	WASHABLES BY TOTES	totes Isotoner Corp.	2,186,354	09/01/98		09/01/08	25	Footwear.
U.S.	WATERCOLORS	totes Isotoner Corp.	1,992,152	08/06/96		08/06/06	18	Umbrellas.
U.S.	WATERCOLORS	totes Isotoner Corp.	2,200,826	11/03/98		11/03/08	25	Ponchos, rain bonnets and rainhoods.
U.S.	WATERCOLORS & design	totes Isotoner Corp.	1,380,519	01/28/86		01/28/06	25	Footwear.
U.S.	WEATHER FRONT	totes Isotoner Corp.	1,367,782	10/29/85		10/29/05	25	Rainwear.
U.S.	WEATHER PROTECTORS BY TOTES	totes Isotoner Corp.	2,044,588	03/11/97		03/11/07	25	Footwear.
U.S.	WEATHER PROTECTORS BY TOTES	totes Isotoner Corp.	2,207,565	12/01/98		12/01/08	3	Cleaner/ conditioner for leather, patent leather, vinyl and fabric.
U.S.	WEATHER PROTECTORS BY TOTES	totes Isotoner Corp.	2,333,702	03/21/00		03/21/10	1	Water repellants for leather, patent leather, vinyl and fabric.
U.S.	WEATHER READY	totes Isotoner Corp.	2,454,065	05/22/01		05/22/11	18	Umbrellas.
U.S.	WEATHER READY	totes Isotoner Corp.	2,592,204	07/09/02		07/09/12	25	Rainwear.
U.S.	WEATHERSHED	totes Isotoner Corp.	1,199,644	06/29/82		06/29/12	25	Gloves, hats and scarves.
U.S.	WINDMASTER	totes Isotoner Corp.	2,419,969	01/09/01		01/09/11	18	Umbrellas.
U.S.	WONDERLIGHT	totes Isotoner Corp.	2,289,243	10/26/99		10/26/09	18	Umbrellas.
U.S.	XIIX KARAT	totes Isotoner Corp.	1,305,905	11/20/84		11/20/04	18 & 25	Raincoats and umbrellas.
U.S.	YOUR FOOT... YOUR FIT	totes Isotoner Corp.	2,331,921	03/21/00		03/21/10	25	Casual footwear and slippers.
U.S.	YOU HAVE TO WEAR THEM TO BELIEVE THEM	totes Isotoner Corp.	2,866,912	07/27/04		07/27/14	25	gloves

U.S. Trademark Applications

Country	Mark	Owner	Serial No.	Filing Date	Int'l Class Goods & Services
U.S.	CLIP IT BACKPACK UMBRELLA	totes Isotoner Corp.	78/295,357	9/3/03	18 - umbrellas
U.S.	CLIP N' GO 'BRELLA	totes Isotoner Corp.	78/305,792	9/26/03	18 - umbrellas
U.S.	GRIPSTER	totes Isotoner Corp.	78/305,156	9/25/03	18 - umbrellas
U.S.	ISOTONER ERGO CASUAL	totes Isotoner Corp.	78/258,597	6/5/03	25 - slippers
U.S.	Design Only [ISOTONER ERGO LOGO]	totes Isotoner Corp.	78/273,791	7/14/03	25 - footwear, namely slippers
U.S.	ISOTONER ERGO SOLES	totes Isotoner Corp.	78/258,561	6/5/03	25 - slippers
U.S.	ISOTONER ISOFLEX	totes Isotoner Corp.	78/375,079	2/27/04	25 - shoes
U.S.	JUST CLIP	totes Isotoner Corp.	78/365,252	2/10/04	18 - umbrellas
U.S.	MUSICAL RAIN PRINCESS	totes Isotoner Corp.	78/305,170	9/25/03	18 - umbrellas
U.S.	MY FIRST UMBRELLA	totes Isotoner Corp.	78/305,130	9/25/03	18 - umbrellas
U.S.	NICKEL AND BLACK Design	totes Isotoner Corp.	76/485,421	1/27/03	18-umbrellas
U.S.	RAINMAX	totes Isotoner Corp.	76/537,989	6/25/03	25 - Rainwear, namely jackets and hats
U.S.	SENSATIONS BY ISOTONER	totes Isotoner Corp.	76/128,109	9/14/00	25 - gloves
U.S.	SENSATIONS BY ISOTONER	totes Isotoner Corp.	78/190,175	12/02/02	25-slippers
U.S.	STRETCH LEATHERS	totes Isotoner Corp.	76/339,112	11/16/01	25 - gloves
U.S.	TOASTIES STICKY SOCKS	totes Isotoner Corp.	78/304,706	9/24/03	25 - slipper socks
U.S.	TOTES	totes Isotoner Corp.	75/714,429	5/26/99	18 - back packs, day packs, belt bags, all purpose sport bags, duffel bags, briefcases
U.S.	TOTES	totes Isotoner Corp.	75/981,982	05/29/01	22 - Automotive accessories, namely, adjustable length trunk strap.
U.S.	TOTES ... WE'VE GOT YOU COVERED	totes Isotoner Corp.	78/262,106	06/13/03	18 - umbrellas
U.S.	TOTES ELEMENTS	totes Isotoner Corp.	78/188,421	11/25/02	18 - umbrellas
U.S.	TOTESPORT	totes Isotoner Corp.	78/333,084	11/25/03	25 - slippers
U.S.	TOTESPORT SPECTATOR UMBRELLA WITH SUNGUARD	totes Isotoner Corp.	78/285,044	8/8/03	18-umbrellas
U.S.	YOU HAVE TO WEAR THEM TO BELIEVE THEM	totes Isotoner Corp.	78/291,591	8/25/03	25-slippers

AMENDED AND RESTATED
TRADEMARK SECURITY AGREEMENT

AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT,
dated as of September 13, 2004, by totes Isotoner Corporation, an Ohio corporation ("Grantor"),
in favor of GENERAL ELECTRIC CAPITAL CORPORATION, a New York corporation, in its
capacity as Agent for Lenders.

W I T N E S S E T H:

WHEREAS, pursuant to that certain Amended and Restated Credit Agreement dated as of the date hereof by and among Grantor, the Persons named therein as Credit Parties, Agent and the Persons signatory thereto from time to time as Lenders (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement"), Lenders have agreed to make the Loans and to incur Letter of Credit Obligations for the benefit of Borrower and guaranteed by Grantor;

WHEREAS, Grantor previously executed and delivered to Agent, for itself and the ratable benefit of Lenders, that certain Security Agreement dated as September 27, 2003 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement");

WHEREAS, Grantor previously executed that certain Trademark Security Agreement, dated as of September 27, 2003 (the "Prior Trademark Security Agreement"), in connection with the Prior Credit Agreement;

WHEREAS, the parties hereto desire to amend and restate the Prior Trademark Security Agreement on the terms set forth herein; and

WHEREAS, pursuant to the Security Agreement, Grantor is required to execute and deliver to Agent, for itself and the ratable benefit of Lenders, this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

I. DEFINED TERMS. ALL CAPITALIZED TERMS USED BUT NOT OTHERWISE DEFINED HEREIN HAVE THE MEANINGS GIVEN TO THEM IN THE CREDIT AGREEMENT.

II. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. GRANTOR HEREBY GRANTS TO AGENT, ON BEHALF OF ITSELF AND LENDERS, A CONTINUING FIRST PRIORITY SECURITY INTEREST IN ALL OF GRANTOR'S RIGHT, TITLE AND INTEREST IN, TO AND UNDER THE FOLLOWING, WHETHER PRESENTLY EXISTING OR HEREAFTER CREATED OR ACQUIRED (COLLECTIVELY, THE "TRADEMARK COLLATERAL"):

- A. all of its Trademarks (other than "intent to use" applications until a verified statement of use or an amendment to allege use is filed with respect to such applications) including those referred to on Schedule I hereto;
- B. all renewals of the foregoing;
- C. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
- D. all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

III. SECURITY AGREEMENT. THE SECURITY INTERESTS GRANTED PURSUANT TO THIS TRADEMARK SECURITY AGREEMENT ARE GRANTED IN CONJUNCTION WITH THE SECURITY INTERESTS GRANTED TO AGENT, ON BEHALF OF ITSELF AND LENDERS, PURSUANT TO THE SECURITY AGREEMENT. GRANTOR HEREBY ACKNOWLEDGES AND AFFIRMS THAT THE RIGHTS AND REMEDIES OF AGENT WITH RESPECT TO THE SECURITY INTEREST IN THE TRADEMARK COLLATERAL MADE AND GRANTED HEREBY ARE MORE FULLY SET FORTH IN THE SECURITY AGREEMENT, THE TERMS AND PROVISIONS OF WHICH ARE INCORPORATED BY REFERENCE HEREIN AS IF FULLY SET FORTH HEREIN.

[signature page follows]

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

TOTES ISOTONER CORPORATION

By: Donna H Deye
Name: Donna H Deye
Title: SVP/CEO

ACCEPTED AND ACKNOWLEDGED BY:

GENERAL ELECTRIC CAPITAL
CORPORATION

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

TOTES ISOTONER CORPORATION

By: _____

Name: _____

Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

GENERAL ELECTRIC CAPITAL
CORPORATION

By:  _____

Name: CHRIS CROTEAU

Title: DULY AUTHORIZED SIGNATORY

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Trademark Security Agreement

TRADEMARK SECURITY AGREEMENT SCHEDULES

SCHEDULE I

I. Trademarks

A list of registered trademarks and applications for registration of trademarks is attached hereto as Annex I-A to this Trademark Security Agreement Schedule I.