

05-28-2004

Form PTO 1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



SHEET
LY

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

102753811

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

1. Name of conveying party(ies):

Fifth Third Bank, Kentucky, Inc.
Now known as Fifth Third Bank (Lexington)

52404

- Individual(s)
- General Partnership
- Corporation
- Other - Michigan state banking corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Dated: May 13, 2004

2. Name and address of receiving party(ies):

LeSportsac, Inc.
358 Fifth Avenue
New York, NY 10001

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

B. Trademark registration No.(s)	
1184195	1378548 2589084
1246478	1430245
1269197	2436827

Additional numbers attached? Yes No

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550
kuhn@hugheshubbard.com

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41):.....\$190.00

- Enclosed
 - Authorized to be charged to deposit account
8. Deposit Account No.: 08-3264

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.

Name of Person Signing

Perla M Kuhn
Perla M. Kuhn

May 24, 2004
Date

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

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

CERTIFICATE OF MAILING

Express Mail Certificate No.:

I hereby certify that this correspondence is being deposited with the United States Postal Service in an Express Mail envelope addressed to Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 on 5/24/04 (Date of Deposit).

Elaine S. Parker
Name

Elaine S. Parker
Signature

May 24, 2004
Date of Signature

05/27/2004 MGETACHE 00000008 1184195

01 FC:0521
02 FC:0522
852254_1.DOC

40.00 OP
150.00 OP

OPR/FINANCE
MAY 24 AM 7:36

TRADEMARK
REEL: 002975 FRAME: 0639

TRADEMARK
SECURITY INTEREST RELEASE

WHEREAS, LeSportsac, Inc., a New York corporation, located at 358 Fifth Avenue, New York, NY 10001-2209 (the "Debtor") and Fifth Third Bank, Kentucky, Inc., a Kentucky state banking association, located at 250 West Main Street, Suite 100, Lexington, Kentucky 40507, now Fifth Third Bank (Lexington) a Michigan banking corporation (the "Secured Party"), entered into a Conditional Assignment of and Security Interest in Intellectual Property Rights dated as of January 22, 2001 (the "Security Agreement"), that granted a conditional assignment and security interest in trademark registration numbers 1,269,197 and 1,430,245 listed in Schedule A to the Security Agreement¹ reproduced on the Schedule attached hereto (collectively, with other registrations assigned by LeSportsac to the Secured Party as set forth in the attached Schedule and recorded with the United States Patent and Trademark Office, the "Collateral").

WHEREAS, the Debtor has paid in full the Credit Obligations for which the security interest in the Collateral was granted.

NOW THEREFORE, the Secured Party agrees as follows:

¹ Note that the ten (10) numbers listed in the "Trademark Registration Numbers" column in Schedule A to the Security Agreement do not correspond with any registration numbers issued by the United States Patent and Trademark Office.

The Secured Party hereby releases to the Debtor the security interest in the Collateral granted to the Secured Party under the Agreement and authorizes the Debtor to seek the cancellation of the Agreement from the register of the U.S. Patent and Trademark Office where it was recorded on March 1, 2001, receiving Reel and Frame No. 2252/0835.

IN WITNESS WHEREOF, the Secured Party by the signature below of its duly authorized representative agrees to be bound by the provisions of this Release dated May 13, 2004.

FIFTH THIRD BANK (LEXINGTON)

By: Karen S. Kelley
Name: KAREN S. KELLEY
Title: VICE PRESIDENT **Karen S. Kelley
Vice President**

LE SPORTSAC, INC.

By: Michael H. Shapiro
Name: Michael H. SHAPIRO
Title: EVP & CFO

SCHEDULE OF TRADEMARKS

Schedule of LeSportsac Inc.'s Trademark Registrations

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>DATED</u>
LeSportsac & Design	1430245	2/24/87
LeSportsac & Design	1269197	3/6/84
LeSportsac & Design	2436827	3/20/01
LeSportsac	2589084	7/2/02
LeSportsac TRAVELSTORE	1378548	1/14/86
LeSportsac & Design	1246478	7/26/83
LeSportsac & Design	1184195	12/29/81

These numbers do not correspond with any trademark registration numbers issued by the United States Patent and Trademark Office.

42234337
18458646
18485281
25374960
09485281
42499598
18375038
14485281
25515765
18515766