

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
West Marine IHC I, Inc.		10/14/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Administrative Agent
Street Address:	65 West Alisal Street
Internal Address:	Second Floor
City:	Salinas
State/Country:	CALIFORNIA
Postal Code:	93901
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 40

Property Type	Number	Word Mark
Registration Number:	1437536	1-800-BOATING
Registration Number:	1606864	BLISS DISCOUNT MARINE
Registration Number:	1526555	BLUE WATER
Registration Number:	1093451	E & B
Registration Number:	1963275	E & B WON'T BE BEAT
Registration Number:	1482034	
Registration Number:	1539730	NORTH ATLANTIC TRADING COMPANY
Registration Number:	1496575	SEA RANGER
Registration Number:	2627296	SEAFIT
Registration Number:	1594851	SEAFIT
Registration Number:	1482021	WHERE AMERICA BUYS ITS BOATING SUPPLIES
Registration Number:	1333741	WHERE THOUSANDS OF BOATERS SAVE MILLIONS OF DOLLARS
Registration Number:	2586795	AMERICA'S FAVORITE BOATING SUPPLY SOURCE
Registration Number:	2719499	BILGEPRO

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Registration Number:	2645386	BOTTOM PRO PLUS
Registration Number:	2573423	BOTTOMPOXY
Registration Number:	2571286	BOTTOMSHIELD
Registration Number:	2634542	CPP COPOLYMER PLUS
Registration Number:	2527311	MARINER'S PROTECTION PLAN
Registration Number:	2607025	ORCAS ISLAND
Registration Number:	2423443	PORT SUPPLY
Registration Number:	2814467	
Registration Number:	1275900	SEA LINE
Registration Number:	2581495	SEAGEL
Registration Number:	2567071	SEAVOLT
Registration Number:	2549175	THE WEST ADVANTAGE
Registration Number:	2622993	THE WEST ADVANTAGE PROGRAM
Registration Number:	2816909	THE WEST ADVANTAGE PLUS PROGRAM
Registration Number:	2739458	WEST ADVISOR
Registration Number:	2710204	THE WORLD'S FAVORITE BOATING SUPPLY SOURCE
Registration Number:	1901735	WE MAKE BOATING MORE FUN!
Registration Number:	1903231	WE MAKE BOATING MORE FUN!
Registration Number:	2634659	WEST MARINE
Registration Number:	1584599	WEST MARINE
Registration Number:	1584236	WEST MARINE
Registration Number:	1581444	WEST MARINE
Registration Number:	1584237	WEST MARINE
Registration Number:	2459693	WEST MARINE DIRECT
Serial Number:	76464664	WEATHERPRO
Registration Number:	2674232	WEST MARINE INSURANCE SERVICES

CORRESPONDENCE DATA

Fax Number: (916)329-4900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 213-612-2020
Email: lpartmann@orrick.com
Correspondent Name: Ramon P. Galvan
Address Line 1: 777 South Figueroa Street, Suite 3200
Address Line 2: Orrick, Herrington & Sutcliffe LLP
Address Line 4: Los Angeles, CALIFORNIA 90017-5855

ATTORNEY DOCKET NUMBER:

1696-326/1640

TRADEMARK

REEL: 002980 FRAME: 0116

NAME OF SUBMITTER:

Linda L. Partmann

Total Attachments: 8

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GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of October 14, 2004, is executed by **WEST MARINE IHC I, INC.**, a California corporation (the "Grantor"), in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, as the Administrative Agent (in such capacity, the "Administrative Agent") for the financial institutions which are from time to time parties to the Credit Agreement referred to in Recital A below (collectively, the "Lenders").

A. Pursuant to that certain Credit Agreement, dated as of October 14, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among WEST MARINE PRODUCTS, INC., the Lenders and Wells Fargo Bank, National Association, as Administrative Agent, Issuing Lender and Swing Line Lender, the Lenders have agreed to extend loans and other financial accommodations to WEST MARINE PRODUCTS, INC. upon the terms and subject to the conditions set forth therein.

B. The Grantor has adopted, used, and is using the trademarks more particularly described on Schedules 1-A and 1-B annexed hereto and made a part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks").

C. The Grantor and other entities party thereto from time to time have entered into a Security Agreement (Intellectual Property) dated as of October 14, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Administrative Agent (for the ratable benefit of the Administrative Agent and the Lenders).

D. Pursuant to the Security Agreement, the Grantor has granted to the Administrative Agent (for the ratable benefit of the Administrative Agent and the Lenders) a security interest in all right, title and interest of the Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to the Administrative Agent a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the Collateral granted hereby are


more fully 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 Administrative Agent's address is:

Wells Fargo Bank, National Association
65 West Alisal Street, 2nd Floor
Salinas, California 93901
Attention: Patrick Bishop
Tel. No. (831) 754-5078
Fax No. (831) 757-7345

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

WEST MARINE IHC I, INC.

By: 
Name: John Edmondson
Title: CEO

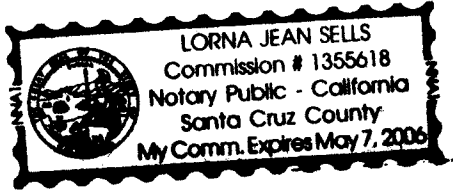
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
)
 COUNTY OF Santa Cruz) ss.
)

On October 14, before me, Lorna Sells, Notary Public,
Date Name and Title of Officer (e.g. "Jane Doe, Notary Public")

personally appeared John Edmondson,
Name of Signer(s)

personally known to me – **OR** – proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Lorna J. Sells
Signature of Notary Public

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY(IES) CLAIMED BY SIGNER(S)	DESCRIPTION OF ATTACHED DOCUMENT
<input type="checkbox"/> Individual <input type="checkbox"/> Corporate Officer _____ <small>Title(s)</small>	_____ <small>Title or Type of Document</small>
<input type="checkbox"/> Partner(s) <input type="checkbox"/> Limited <input type="checkbox"/> Attorney-In-Fact <input type="checkbox"/> General <input type="checkbox"/> Trustee(s) <input type="checkbox"/> Guardian/Conservator <input type="checkbox"/> Other: _____	_____ <small>Number of Pages</small>
Signer is Representing: Name of Person(s) or Entity(ies) _____ _____	_____ <small>Date of Document</small>
	_____ <small>Signer(s) Other Than Named Above</small>

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Registration Date</u>	<u>Registration No.</u>
1-800- BOATING	4/21/87	1437536
BLISS DISCOUNT MARINE	7/17/90	1606864
BLUE WATER AND DESIGN	2/28/89	1526555
E&B	6/13/78	1093451
E&B WON'T BE BEAT	3/19/96	1963275
FLAG LOGO AND DESIGN	3/22/88	1482034
NORTH ATLANTIC TRADING COMPANY	5/16/89	1539730
SEA RANGER	7/19/88	1496575
SEAFIT	10/1/02	2627296
SEAFIT	5/8/90	1594851
WHERE AMERICA BUYS ITS BOATING SUPPLIES	3/22/88	1482021
WHERE THOUSANDS OF BOATERS SAVE MILLIONS OF DOLLARS	4/30/85	1333741
AMERICA'S FAVORITE BOATING SUPPLY SOURCE	6/25/02	2586795
BILGEPRO (By assignment from International Environmental Products, LLC)	5/27/03	2719499

Mark	Registration Date	Registration No.
BOTTOM PRO PLUS	11/5/02	2645386
BOTTOMPOXY	3/5/02	2573423
BOTTOMSHIELD	5/21/02	2571286
CPP COPOLYMER PLUS	10/15/02	2634542
MARINER'S PROTECTION PLAN	1/8/02	2527311
ORCAS ISLAND	8/13/02	2607025
PORT SUPPLY	1/23/01	2423443
ROPE DESIGN	2/17/04	2814467
SEA LINE AND DESIGN	5/1/84	1275900
SEAGEL	6/18/02	2581495
SEAVOLT	5/7/02	2567071
THE WEST ADVANTAGE	3/19/02	2549175
THE WEST ADVANTAGE PROGRAM	9/24/02	2622993
THE WEST ADVANTAGE PLUS PROGRAM	2/24/04	2816909
THE WEST ADVISOR	7/22/03	2739458
THE WORLD FAVORITE BOATING SUPPLY SOURCE	4/22/03	2710204
WE MAKE BOATING MORE FUN!	6/27/95	1901735
WE MAKE BOATING MORE FUN!	7/4/95	1903231
WEST MARINE	10/15/02	2634659

Mark	Registration Date	Registration No.
WEST MARINE (STYLIZED)	2/27/90	1584599
WEST MARINE (STYLIZED)	2/27/90	1584236
WEST MARINE AND DESIGN	2/6/90	1581444
WEST MARINE AND DESIGN	2/27/90	1584237
WEST MARINE DIRECT	6/12/01	2459693
WEATHERPRO		76/464664 (Serial No.)
WEST MARINE INSURANCE SERVICES LOGO	1/14/03	2674232

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST
TRADEMARK APPLICATIONS

Mark	Application Date	Application No.
None	None	None