

Form PTO-1594
(rev 06/04)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):

Wells Fargo HSBC Trade Bank, N.A.
999 Third Avenue, Suite 1100
Seattle, Washington 98104

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other

Citizenship National Association

Execution Date(s) December 30, 2004

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Government Interest Assignment
 Other Release (Trademarks)

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: Brooks Sports, Inc.

Internal Address: Suite 200

Street Address: 19820 North Creek Parkway

City: Bothell

State: Washington

Country: USA Zip: 98011

Association - Citizenship

General Partnership - Citizenship

Limited Partnership - Citizenship

Corporation - Citizenship Washington

Other

Citizenship

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

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

A. Trademark Application No(s).

78266367 78266447 78312054
78298157 78273440 78273430
78266421 78309110 78273444
78309136 78309118 78172320

B. Trademark Registration No(s).

2203713 1161034 2521124
1319455 1336768 1683840
2550943 2008775 2398589
2181990 2625911 2716205
1419241 2750754

Additional numbers attached? Yes No

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

Laura A. Bailyn, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036
Tel: (212) 735-3000
Fax: (212) 735-2000
LBAILYN@skadden.com

6. Total number of applications and registrations involved: 26

7. Total fee (37 CFR 1.21(h) and 3.41) \$540

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 484010/31)

8. Payment Information

Deposit Account No. 19-2385

Authorized user Name: Michael McGuire

9. Signature.

Signature

Laura A. Bailyn

Name of Person Signing

January 6, 2005

Date

Total number of pages including cover sheet, and documents:

6

CH \$665.00 192385 78266367



999 Third Avenue, 11th Floor, Mac 96540-116
Seattle, WA 98104

TRADEMARK RELEASE

This TRADEMARK RELEASE is given as of this ~~30th~~ day of December, 2004 by Wells Fargo HSBC Trade Bank, N.A., with an office at 999 Third Avenue, Suite 1100, Seattle, Washington 98104 ("Assignor"), to Brooks Sports, Inc., a Washington corporation with its chief executive offices located at 19820 North Creek Parkway, Suite 200, Bothell, Washington 98011 ("Assignee"), as follows:

WHEREAS, Assignor and Assignee entered into a Collateral Assignment of Trademarks (Security Agreement), dated as of March 25, 2004 (the "Security Agreement"), which was recorded in the United States Patent and Trademark Office on April 29, 2004 at Reel 2964, Frame 0946, pursuant to which Assignee granted to Assignor a security interest in the Collateral (as defined in the Security Agreement), including, but not limited to, the Trademarks (as defined in the Security Agreement) referred to in Exhibit A thereto, and identified in Exhibit A to this Release, as security for the full payment and performance of Assignee's obligations under the Credit Agreement (as defined in the Security Agreement), and to induce Assignor to make loans and advances to Assignee;

WHEREAS, Assignee has fully paid and performed all its obligations under the Credit Agreement and Assignor desires to release its security interest in the Collateral, including, but not limited to, the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby releases its security interest in the Collateral and reassigns any and all interest it may have in such Collateral to Assignee.

IN WITNESS WHEREOF, Assignor has caused this TRADEMARK RELEASE to be duly executed by its officer thereunto duly authorized as of this ___ day of December, 2004.

Wells Fargo HSBC Trade Bank, N.A.

By: Jennifer Wallis
Name: JENNIFER WALLIS
Title: VICE PRESIDENT

STATE OF WA
COUNTY OF King) SS.

On this 29 day of DEC, 2004, before me personally appeared Jennifer Wallis known to me to be the individual who executed the foregoing instrument and acknowledged to me that he/she executed the same as the duly authorized officer of Wells Fargo HSBC Trade Bank, N.A.

[Signature]
Notary Public

My commission expires: 3/18/08

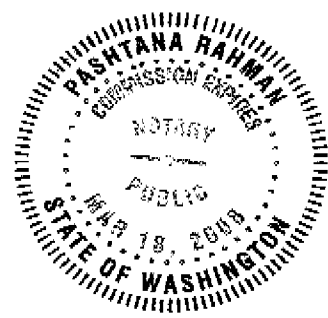


EXHIBIT A TO TRADEMARK RELEASE

See Attached.



EXHIBIT A

TRADEMARKS

UNITED STATES TRADEMARKS

TRADEMARK	CLASS(ES)	TRADEMARK APPLICATION NO./ FILING DATE	TRADEMARK REGISTRATION NO./ ISSUANCE DATE
1. ASR	25	75/304381 06/09/97	2203713 11/17/96
2. BROOKS	25	73/125926 05/09/77	1161034 07/14/81
3. BROOKS & NEW CHEVRON DESIGN	25	75/932902 03/02/00	2521124 12/18/01
4. BROOKS & V DESIGN	25	73/427688 05/26/83	1319455 02/12/85
5. BROOKS & V DESIGN & CHEVRON DESIGN	25	73/427688 05/26/83	1336768 05/21/85
6. BROOKS & V DESIGN (INTEGRAL)	025	74/046570 04/06/1990	1683840 04/21/1992
7. DESIGN (NEW CHEVRON OVAL)	25	76/002711 03/17/00	2550943 03/19/02
8. HYDROFLOW	25	75/035222 12/21/95	2008775 10/15/96
9. MUDDY BUDDY	41	73/611477 12/23/98	2398589 10/24/00
10. PODIAR TECHNOLOGY	25	73/252947 03/05/97	2181990 08/18/98
11. RUN HAPPY	25	76/006174 03/21/00	2625911 09/24/02
12. RUNDERWEAR	25	76/117309 08/25/00	2716205 05/13/03
13. V DESIGN ON SHOE	25	73/109762 12/16/76	1419241 12/02/86

Confidential

TRADEMARK	CLASS(ES)	TRADEMARK APPLICATION NO./ FILING DATE	TRADEMARK REGISTRATION NO./ ISSUANCE DATE
14. UNIVERSAL PLATFORM (STYLIZED)	25	78/266367 06/24/2003	
15. LINEAR PLATFORM (STYLIZED)	25	78/266447 06/24/2003	
16. PDRB	25	78/312054 10/10/2003	
17. ADRENALINE GTS	25	78/298157 09/09/2003	
18. ARIEL	25	78/273440 07/11/2003	
19. BEAST	25	78/273430 07/11/2003	
20. CURVED PLATFORM (STYLIZED)	25	78/266421 06/24/2003	
21. DRB	25	78/309110 10/03/2003	
22. GLYCERIN	25	78/273444 07/11/2003	
23. WANGANUI	25	78/309136 10/03/2003	
24. WATERBOY	28	78/309118 10/03/2003	
25. VAPOR-DRY	25	78/172320 10/08/2002	
26. CHEVRON WITHOUT OVAL	25	78/982684 3/23/00	2750754 08/12/03

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