

4/18/05

04-20-2005

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102985302

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

1. Name of conveying party(ies):

Dymas Funding Company, LLC

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Delaware Limited Liability Co.

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Release and Reassignment

Execution Date: 04/14/2005

2. Name and address of receiving party(ies)

Name: South Cone, Inc.

Internal Address:

Street Address: 9660 Chesapeake Drive

City: San Diego State: CA Zip: 92123

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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 attached

B. Trademark Registration No.(s) see attached

Additional number(s) attached Yes No

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

Name: Amy Lee Brady

Internal Address: CSC

Street Address: 80 State Street, 6th Floor

City: Albany State: NY Zip: 12207

6. Total number of applications and registrations involved:

49

7. Total fee (37 CFR 3.41) \$ 1240.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Amy Lee Brady

Name of Person Signing

Signature

04/18/2005

Date

10

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

04/20/2005 DRYRNE 00000142 1671171

01 FC:8521 02 FC:8522

40.00 DP 1200.00 DP

documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

SCHEDULE A  
TO  
RELEASE AND REASSIGNMENT  
Registered United States Trademarks

Country	Trademark	Class	App. No.	Filing Date	Reg. No.	Reg. Date	Owner
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United States of America	CONVERTIBLE	25	74/714729	14-Aug-1995	2177729	04-Aug-1998	South Cone, Inc.
United States of America	FLOWER LOGO	25	75/683775	16-Apr-1999	2418358	02-Jan-2001	South Cone, Inc.
United States of America	GEM LOGO	25	75/571259	17-Oct-1998	2,411,212	05-Dec-2000	South Cone, Inc.
United States of America	HAAKEN	25	75/216224	20-Dec-1996	2,157,737	12-May-1998	South Cone, Inc.
United States of America	LIFE IS TOO SHORT, DON'T WASTE IT, GO SURFING	16	75/143373	01-Aug-1996	2,129,970	20-Jan-1998	South Cone, Inc.
United States of America	LIFE IS TOO SHORT, DON'T WASTE IT, GO SURFING	25	75/143374	01-Aug-1996	2,189,767	15-Sep-1998	South Cone, Inc.
United States of America	PERSUEDER	25	74/615504	27-Dec-1994	2,182,589	18-Aug-1998	South Cone, Inc.
United States of America	R.B. KLAW	25	75/204,144	25-Nov-1996	2,164,694	09-Jun-1998	South Cone, Inc.
United States of America	R1 REEF ONE & DESIGN	25	75/558649	24-Sep-1998	2,411,196	05-Dec-2000	South Cone, Inc.
United States of America	RB DEALER	25	75/311071	17-Jun-1997	2,250,292	01-Jun-1999	South Cone, Inc.
United States of America	RB SLIDE	25	75/204145	25-Nov-1996	2,207,536	01-Dec-1998	South Cone, Inc.
United States of America	REEF	25	75/741136	01-Jul-1999	2,418,438	02-Jan-2001	South Cone, Inc.
United States of America	REEF	25	75/380476	28-Oct-1997	2,244,373	11-May-1999	South Cone, Inc.
United States of America	REEF	3	75/982080	22-Apr-1999	2,579,774	11-Jun-2002	South Cone, Inc.
United States of America	REEF	41	75/411129	29-Dec-1997	2,280,009	21-Sep-1999	South Cone, Inc.
United States of America	REEF (SPEED LOGO)	25	75/559112	24-Sep-1998	2,315,934	08-Feb-2000	South Cone, Inc.
United States of America	REEF BRAZIL & DESIGN	18	74/634218	14-Feb-1995	1,953,107	30-Jan-1996	South Cone, Inc.
United States of America	REEF BRAZIL & DESIGN	25	74/084938		1,693,142	09-Jun-1992	South Cone, Inc.
United States of America	REEF BRAZIL CLASSIC	25	75/979246	29-Dec-1997	2,354,140	30-May-2000	South Cone, Inc.
United States of America	REEF BRAZIL CLASSIC	41	75/412034	29-Dec-1997	2,354,028	30-May-2000	South Cone, Inc.
United States of America	REEF BRAZIL GIRL	25	75/250785	01-Mar-1997	2,177,592	28-Jul-1998	South Cone, Inc.
United States of America	REEF GIRL	25	75/250783	01-Mar-1997	2,177,591	28-Jul-1998	South Cone, Inc.
United States of America	REEF OIL (Stylized)	3	73/242494	11-Dec-1979	1,166,023	25-Aug-1981	South Cone, Inc.
United States of America	REEF ONE	35	75/559101	24-Sep-1998	2,270,861	17-Aug-1999	South Cone, Inc.
United States of America	REEF USA	25	75/377284	22-Oct-1997	2,291,470	09-Nov-1999	South Cone, Inc.
United States of America	STRIPED SANDAL DESIGN	25	73/676,362	02-Jan-1990	1,575,081	02-Jan-1990	South Cone, Inc.
United States of America	STYLIZED REEF	25	75/356173	12-Sep-1997	2286269	12-Oct-1999	South Cone, Inc.
United States of America	SUMBAWA	25	75/229698	22-Jan-1997	2,157,756	12-May-1998	South Cone, Inc.
United States of America	SUN DESIGN	25	76/047099	13-May-2000	2,438,659	27-Mar-2001	South Cone, Inc.

Country	Trademark	Class	Appl. No.	Filing Date	Reg. No.	Reg. Date	Owner
America United States of America	SUN DESIGN	25	74/648676	20-Mar-1995	2,022,550	10-Dec-1996	South Cone, Inc.
United States of America	THE CHOB & DESIGN	25	75/143398	01-Aug-1996	2179169	04-Aug-1998	South Cone, Inc.
United States of America	THE REEF @ TODOS	9, 25, 41	75/711212	13-Nov-1998	2,574,164	28-May-2002	South Cone, Inc.
United States of America	REEF	14	75/805746	22-Sep-1999	2,889,411	28-Sep-2004	South Cone, Inc.
United States of America	REEF (SPEED LOGO)	14	75/805747	22-Sep-1999	2,889,412	28-Sep-2004	South Cone, Inc.
United States of America	REEF	3	78/228240	20-Mar-2003	2,895,321	19-Oct-2004	South Cone, Inc.

**SCHEDULE A**  
**TO**  
**RELEASE AND REASSIGNMENT**  
**Pending United States Trademark Applications**

Country	Trademark	Class	Appl. No.	Filing Date	Reg. No.	Reg. Date	Owner
United States of America	OVAL ICON Design	9	78/481420	10-Sep-2004	N/A	N/A	South Cone, Inc.
United States of America	PLANET REEF	9	78/398342	08-Apr-2004	N/A	N/A	South Cone, Inc.
United States of America	PLANET REEF	25	78/397553	07-Apr-2004	N/A	N/A	South Cone, Inc.
United States of America	RECIFE	25	76/464680	06-Nov-2002	N/A	N/A	South Cone, Inc.
United States of America	REEF	3	78/228248	20-Mar-2003	N/A	N/A	South Cone, Inc.
United States of America	REEF	30	76/428120	26-Jun-2002	N/A	N/A	South Cone, Inc.
United States of America	REEF	32	76/428114	27-Jun-2002	N/A	N/A	South Cone, Inc.
United States of America	REEF	33	76/428116	27-Jun-2002	N/A	N/A	South Cone, Inc.
United States of America	REEF	35	78/227144	18-Mar-2003	N/A	N/A	South Cone, Inc.
United States of America	REEF & Design (Speed Logo)	35	78/227190	18-Mar-2003	N/A	N/A	South Cone, Inc.
United States of America	REEF LOUNGE	35	78/375018	26-Feb-2004	N/A	N/A	South Cone, Inc.
United States of America	REEFSHOP	35	78/227192	18-Mar-2003	N/A	N/A	South Cone, Inc.
United States of America	Wave Logo Design	25	78/481411	10-Sep-2004	N/A	N/A	South Cone, Inc.

## RELEASE AND REASSIGNMENT

**THIS RELEASE AND REASSIGNMENT** (this "Release") is made as of April 14, 2005, by **DYMAS FUNDING COMPANY, LLC**, a Delaware limited liability company, acting in its capacity as administrative agent (in such capacity, "Administrative Agent") for itself and the other financial institutions (collectively, "Lenders") from time to time parties to the Financing Agreement referred to herein below. Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in such Financing Agreement.

### WITNESSETH:

**WHEREAS**, Administrative Agent, Lenders and South Cone, Inc., a California corporation ("Borrower"), are parties to (i) a certain Financing Agreement, dated as of December 21, 2004 (the "Financing Agreement"); (ii) a certain Security Agreement (Trademarks) dated as of December 21, 2004 (the "Trademark Security Agreement") and (iii) a certain Security Agreement dated as of December 21, 2004, pursuant to which Borrower has granted a security interest to Administrative Agent in, and a collateral assignment to Administrative Agent of, among other things, the Trademarks and Licenses (in each case as defined below) as security for the Obligations (as such term is defined in the Financing Agreement), including the Trademarks set forth on **Schedule A** hereto; and

**WHEREAS**, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on January 10, 2005, in the Trademark Division at **Reel 003011, Frame 0181**; and

**WHEREAS**, Borrower has requested that Administrative Agent release its security interest in the "Trademark Collateral" (as such term is defined herein below) and reassign the same to Borrower;

**NOW THEREFORE**, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Administrative Agent hereby releases its security interest in all of Borrower's right, title and interest in and to all of the following assets (all of which being hereinafter referred to as the "Trademark Collateral"):

(a) trademarks, registered trademarks, trademark applications, service marks, registered service marks and service mark applications, including, without limitation, the trademarks, registered trademarks, trademark applications, service marks, registered service marks and service mark applications listed on **Schedule A** attached hereto and made a part hereof, and (i) all renewals thereof, (ii) all income, royalties, damages and payments now and hereafter due and/or payable under and with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements or dilutions thereof, (iii) the right to sue for past, present and future infringements and dilutions thereof, (iv)

the goodwill of Borrower's business symbolized by the foregoing and connected therewith, and (v) all of Borrower's rights corresponding thereto throughout the world (all of the foregoing trademarks, registered trademarks and trademark applications, and service marks, registered service marks and service mark applications, together with the items described in clauses (i)-(v) in this paragraph 1(a), are sometimes hereinafter individually and/or collectively referred to as the "Trademarks");

(b) rights under or interests in any trademark license agreements or service mark license agreements with any other party, whether Borrower is a licensee or licensor under any such license agreement, together with any goodwill connected with and symbolized by any such trademark license agreements or service mark license agreements, and the right to prepare for sale and sell any and all Inventory now or hereafter owned by Borrower and now or hereafter covered by such licenses (all of the foregoing are hereinafter referred to collectively as the "Licenses"); and

(c) all proceeds of all of the foregoing.

2. Administrative Agent hereby reassigns, grants and conveys to Borrower without any representation or undertaking by, or recourse to, Administrative Agent, all of Administrative Agent's right, title and interest, if any, in and to the Trademark Collateral.

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[Signature Page Follows]*

IN WITNESS WHEREOF, Administrative Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

**DYMAS FUNDING COMPANY, LLC, as  
Administrative Agent**

By: Dymas Capital Management  
Company, LLC, its Manager

By: *Robert D. Maul*  
Name: *Robert D. Maul*  
Title: *Managing Director*

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