

Tab settings ▼



103093417

To the Honorable Commissioner of Patents and Trademarks

and original documents or copy thereof.

1. Name of conveying party(ies):

America's Powersports, Inc., a
Delaware corporation

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination of Security Agmt
- Merger
- Change of Name

Execution Date: 9/26/05

2. Name and address of receiving party(ies)

Name: Triangle Mezzanine Fund LLLP

Internal Address: c/o Bass Berry & Sims PLC

Street Address: 315 Deaderick Street

City: Nashville State: TN ZIP: 37238

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership North Carolina LLLP as
- Corporation-State _____
- Other Administrative Agent

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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

78-203737

78-203730

Additional numbers attached? Yes No

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

Name: David W. Smith / Joni Miller

Internal Address: Bass Berry & Sims PLC

315 Deaderick Street, Suite 2700

AmSouth Center

Street Address: 315 Deaderick Street

City: Nashville State: TN ZIP: 37238

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

20-0052

(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.

David W. Smith

Name of Person Signing

DAVID ALEXANDER

Signature

9/30/05

Date

4

30 OCT 05

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments TRADEMARK

REEL: 003230 FRAME: 0342

**TERMINATION OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This Termination of Intellectual Property Security Agreement ("Termination") is made and executed effective this 26th day of September, 2005, by **TRIANGLE MEZZANINE FUND, LLLP, a North Carolina limited liability limited partnership, as Administrative Agent** ("Administrative Agent");

WITNESSETH:

WHEREAS, America's PowerSports, Inc., a Delaware corporation ("Borrower") and Administrative Agent entered into a Credit Agreement dated as of January 22, 2004, with the financial institutions and other entities from time to time party thereto; and

WHEREAS, as required by said Credit Agreement, Borrower executed and delivered an Intellectual Property Security Agreement (the "Security Agreement") dated as of January 22, 2004, in favor of the Administrative Agent granting a security interest in certain Intellectual Property of Borrower, including but not limited to trademarks described on Exhibit A, attached hereto and made a part hereof (the "Property"); and

WHEREAS, said Security Agreement was put of record with the United States Patent and Trademark Office, the United States Copyright Office, and other applicable Government Authorities; and

WHEREAS, the Borrower has fulfilled its obligations under the Credit Agreement and the Security Agreement; and

WHEREAS, Administrative Agent now desires to execute and record this Termination in order to evidence the termination of the Security Agreement and the release of its security interest in the Property.

NOW, THEREFORE, Administrative Agent does hereby acknowledge and agree that the Security Agreement is terminated and the security interest in the Property is released effective as of the date hereof.

[Signature on the Following Page]

IN WITNESS WHEREOF, Administrative Agent has executed this Termination on the date first above written.

ADMINISTRATIVE AGENT:

TRIANGLE MEZZANINE FUND, LLLP, a North Carolina limited liability limited partnership

By: Tarleton H. Long
Name: TARLETON H. LONG
Title: Managing Director

STATE OF NC)

COUNTY OF Wake)

Personally appeared before me, the undersigned, a Notary Public, Tarleton H. Long, with whom I am personally acquainted, who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Managing Director of TRIANGLE MEZZANINE FUND, LLLP, a North Carolina limited liability limited partnership, and is authorized by limited liability limited partnership to execute this instrument on behalf of limited liability limited partnership in his capacity as Admin. Agent of the limited liability limited partnership.

WITNESS my hand, at office, this 26 day of September, 2005.

Sheri Colquett
Notary Public

My Commission Expires: 9-10-06

EXHIBIT A

Trademarks

Serial Numbers

- | | | |
|----|---------------------------|-----------|
| 1. | America's PowerSports | 78-203737 |
| 2. | APS America's PowerSports | 78-203730 |