

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Game, LLC		01/11/2008	LIMITED LIABILITY COMPANY: UNITED STATES

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	55 South Lake Avenue
City:	Pasadena
State/Country:	CALIFORNIA
Postal Code:	91101
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	78674516	
Registration Number:	2576773	
Registration Number:	1410919	THE GAME
Registration Number:	1489462	
Registration Number:	1495869	G
Registration Number:	1561018	THE GAME
Registration Number:	2275077	
Registration Number:	3030061	G GIRL EXCLUSIVELY BY THE GAME

CORRESPONDENCE DATA

Fax Number: (949)720-0182
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 949-224-6282
 Email: trademark@buchalter.com
 Correspondent Name: Sandra Thompson

CH \$215.00 78674516

Address Line 1: 18400 Von Karman Ave., Suite 800
Address Line 4: Irvine, CALIFORNIA 92612-0514

ATTORNEY DOCKET NUMBER:	B0660-0069
NAME OF SUBMITTER:	Sandra P. Thompson
Signature:	/Sandra P. Thompson/
Date:	03/07/2008

Total Attachments: 6
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source=TMKs#page4.tif
source=TMKs#page5.tif
source=TMKs#page6.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

The Game, LLC

- | | |
|---|--|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Association |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Corporation- State: _____ | |
| <input checked="" type="checkbox"/> Other <u>Limited Liability Co</u> | |

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) January 11, 2008

- | | |
|--|---|
| <input type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> Other _____ | |

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Bank of America, N.A.

Internal

Address: _____

Street Address: 55 South Lake Avenue, Suite 900

City: Pasadena

State: California

Country: USA Zip: 91101

- | | |
|---|-------------------|
| <input checked="" type="checkbox"/> Association | Citizenship _____ |
| <input type="checkbox"/> General Partnership | Citizenship _____ |
| <input type="checkbox"/> Limited Partnership | Citizenship _____ |
| <input type="checkbox"/> Corporation | Citizenship _____ |
| <input type="checkbox"/> Other _____ | Citizenship _____ |

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
78/674516

B. Trademark Registration No.(s)
2,576,773; 1,410,919; 1,489,462; 1,495,869; 1,561,018;
2,275,077; 3,030,061

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Sandra P. Thompson

Internal Address: _____

Street Address: Buchalter Nemer
18400 Von Karman Avenue, Suite 800

City: Irvine

State: CA Zip: 92612-0514

Phone Number: 949-224-6282

Fax Number: 949-720-0182

Email Address: trademark@buchalter.com

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 215.00

- | |
|---|
| <input type="checkbox"/> Authorized to be charged by credit card |
| <input checked="" type="checkbox"/> Authorized to be charged to deposit account |
| <input type="checkbox"/> Enclosed |

8. Payment Information:

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number 500977

Authorized User Name Buchalter Nemer

9. Signature:

Sandra Thompson
 Signature

3-7-2008
 Date

Sandra P. Thompson

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

THE GAME, LLC, an Alabama limited liability company, whose address is 16 Downing Drive, Phenix City, AL 36868 ("Debtor") hereby acknowledges that it has granted to BANK OF AMERICA, N.A., whose address is 55 South Lake Avenue, Suite 900, Pasadena, California 91101 (the "Secured Party"), a security interest in and to all of the Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), to which such Trademarks, Patents and Copyrights are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of January 11, 2008 (the "Agreement"), by and between, among others, the Debtor and Secured Party, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the
11th day of January, 2008.

THE GAME, LLC
an Alabama limited liability company

By: Halina Balys
Name: HALINA BALYS
Title: MANAGER

S-1

Memorandum of Security Interest in Intellectual Property

TRADEMARK
REEL: 003734 FRAME: 0642

EXHIBIT A
TRADEMARKS

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Federal Registration No.</u>	<u>Registration Date</u>
THREE BAR DESIGN	THE GAME	Pending	78/674516	Filed 7/20/2005
TWO BAR DESIGN	THE GAME	Registered	2,576,773	6/4/2002
THE GAME (TYPED)	THE GAME	Registered and Renewed	1,410,919	9/23/2006
CIRCLE AND BAR LOGO	THE GAME	Registered	1,489,462	5/24/1998
THE G LOGO	THE GAME	Registered	1,495,869	7/12/1988
THE GAME LOGO	THE GAME	Registered	1,561,018	10/17/1989
SPLIT BAR DESIGN	THE GAME	Registered	2,275,077	9/7/1999
GIRL EXCLUSIVELY BY THE GAME	THE GAME	Registered	3,030,061	12/13/2005

Exhibit A

EXHIBIT B
PATENTS

None reported by Borrower.

<u>Patent</u>	<u>Owner</u>	<u>Status in Patent Office</u>	<u>Federal Registration No.</u>	<u>Registration Date</u>
BELT WITH BALL MARK REPAIR TOOL	THE GAME	Pending	11/939,925	NOVEMBER 14,2007 FILING DATE
ELASTIC AND RESILIENT PANEL AND GROMMET FOR INTERCHANGEABLE LOGOS	THE GAME	Pending	11/796,075	APRIL 26, 2007 FILING DATE

Exhibit B

BN 1657134v1

TRADEMARK
REEL: 003734 FRAME: 0644

EXHIBIT C
COPYRIGHTS

None reported by Borrower

Exhibit C

BN 1657134v1