

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
FreedomRoads, LLC		04/18/2008	LIMITED LIABILITY COMPANY: MINNESOTA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A.		
Street Address:	1355 Windward Concourse		
Internal Address:	Mail Code: GA7-903-04-21		
City:	Alpharetta		
State/Country:	GEORGIA		
Postal Code:	30005		
Entity Type:	National Bank:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3121542	FREEDOMROADS	
Serial Number:	78477755	FREEDOMCARE	
Serial Number:	76638191	RV THERE YET?	
CORRESPONDENCE DATA			
Fax Number:	(704)444-8847		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	704-343-2278		
Email:	ksaltrick@mcguirewoods.com		
Correspondent Name:	Kimberly B. Saltrick, Paralegal		
Address Line 1:	201 North Tryon Street		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	4452178-3225		
NAME OF SUBMITTER:	Kevin Landmesser, Esquire		

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Signature:	/Kevin Landmesser/
Date:	04/24/2008
Total Attachments: 4 source=IP Security Agreement - FreedomRoads, LLC#page1.tif source=IP Security Agreement - FreedomRoads, LLC#page2.tif source=IP Security Agreement - FreedomRoads, LLC#page3.tif source=IP Security Agreement - FreedomRoads, LLC#page4.tif	

**NOTICE OF SECURITY INTEREST
IN U.S. PATENTS AND TRADEMARKS AND COPYRIGHTS**

U.S. Department of Commerce
U.S. Patent and Trademark Office
U.S. Copyright Office


Please be advised that the undersigned has granted a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications listed on ANNEX I attached hereto; all patents and patent applications listed on ANNEX I attached hereto and all copyrights listed on ANNEX I attached hereto, to **BANK OF AMERICA, N.A.** (the "Administrative Agent"), pursuant to a Amended and Restated Security Agreement, dated as of April 18, 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), among **FREEDOMROADS, LLC**, a Minnesota limited liability company (the "Company"), **FREEDOMROADS INTERMEDIATE HOLDCO, LLC**, a Minnesota limited liability company ("FRI"), **EACH OF THE UNDERSIGNED SUBSIDIARIES OF THE COMPANY AND EACH OTHER PERSON WHO SHALL BECOME A PARTY HERETO BY EXECUTION OF A SECURITY JOINDER AGREEMENT** (together with the Company and FRI, each a "Grantor" and collectively, the "Grantors"), and the Administrative Agent (on behalf of the Secured Parties, as defined in such Security Agreement).

[Remainder of page left blank intentionally; signature page follows.]

Dated this the 18th, day of April, 2008.

GRANTORS:

FREEDOMROADS, LLC

By: 
Name: Roger L. Nuttall
Title: Executive Vice President and Chief
Financial Officer and Treasurer

ANNEX I

I. Trademarks and Trademark Applications:

Country of Registration	Serial Number	Registration Number	Word Mark
USA	78371700	3121542	FREEDOM ROADS
USA	78477755		FREEDOMCARE
USA	76638191		R V THERE YET?

II. Patents and Patent Applications:

None.

III. Copyrights:

None.