

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Baseball Express, Inc.		09/27/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Team Express Distributing, LLC		
Street Address:	10 South Dearborn Street		
Internal Address:	19th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Serial Number:	77063692	ALL SPORTS ALL THE TIME	
Registration Number:	1933884	BASEBALL EXPRESS	
Registration Number:	2879360	BASEBALL EXPRESS	
Serial Number:	77114869	CHEERLEADING AMERICA	
Registration Number:	2844298	EXPRESS GEAR	
Registration Number:	2528688	FASTPITCH EXPRESS	
Registration Number:	3153063	FASTPITCH EXPRESS	
Serial Number:	77817134	FOOTBALL AMERICA	
Registration Number:	3086993	FOOTBALL AMERICA AMERICA'S FOOTBALL EQUIPMENT SUPPLIER	
Serial Number:	77817148	FOOTBALL AMERICA	
Registration Number:	2474074	PROBOLT	
Registration Number:	2651088	SOFTBALL SALES	
Registration Number:	2618442	TEAM EXPRESS	

OP \$340.00 77063692

TRADEMARK

CORRESPONDENCE DATA

Fax Number: (312)863-7477
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312.201.3977
Email: tmapps@goldbergkohn.com
Correspondent Name: Oscar L. Alcantara
Address Line 1: 55 East Monroe Street
Address Line 2: Suite 3300
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1075.155 TEAMEXPRESSDIST.
NAME OF SUBMITTER:	Oscar L. Alcantara
Signature:	/Oscar L. Alcantara/
Date:	10/13/2009
Total Attachments: 4 source=Team Express Assignment#page1.tif source=Team Express Assignment#page2.tif source=Team Express Assignment#page3.tif source=Team Express Assignment#page4.tif	

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks ("Assignment") is made effective as of 12:01 a.m. the 27th day of September, 2009 by Baseball Express, Inc., a Delaware corporation (the "Assignor") in favor of Team Express Distributing, LLC, a Delaware limited liability company ("Assignee"). Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Asset Purchase Agreement dated September 27, 2009 between Assignor and Assignee (the "Purchase Agreement").

WHEREAS, Assignor is the sole and exclusive owner of the trademarks and service marks set forth on Exhibit A attached hereto, together with any common law rights in such marks and the goodwill associated therewith (the "Trademarks"), and

WHEREAS, Assignor agreed to assign certain of its intellectual property assets, including, without limitation the Trademarks, to Assignee pursuant to the terms of the Purchase Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee and its successors and assigns:

1. All right, title and interest, throughout the world, in and to the Trademarks, together with the goodwill of the Business associated with the use of and symbolized by the Trademarks, and any and all applications (including both use and intent-to-use applications) and issued registrations with respect to the same, and the right to sue and bring action for any and all infringements and unauthorized uses of the Trademarks; and

2. All right, title, and interest, throughout the world, in and to any other trademarks and service marks utilized in connection with products and/or services manufactured, marketed, distributed and/or sold by and/or on behalf of Assignor in connection with the Business, if any, whether or not registered, together with the goodwill of the Business associated with the use of and symbolized by such marks and names, any associated registrations of such marks and names, and the right to sue and bring action for any and all infringements and unauthorized uses of such marks and names.

3. Assignor will, upon request of Assignee, execute any other documents which may be reasonably necessary or reasonably requested by Assignee to perfect in Assignee the rights, title and interest herein conveyed in the United States or in any other country.

4. This Assignment shall be governed by and construed in accordance with the laws of the State of Illinois.

IN TESTIMONY WHEREOF, each party has executed this Assignment on the day and year first above written.

ASSIGNOR:

BASEBALL EXPRESS, INC.

By: *Geoff Westmoreland*
Name: GEORGE WESTMORELAND
Title: VP FINANCE & CFO

SWORN TO BEFORE ME this
21st day of September, 2009

Linda Marshall
NOTARY PUBLIC

ASSIGNEE:

TEAM EXPRESS DISTRIBUTING, LLC

By: _____
Name: _____
Title: _____

SWORN TO BEFORE ME this
___ day of _____, 2009

NOTARY PUBLIC

IN TESTIMONY WHEREOF, each party has executed this Assignment on the day and year first above written.

ASSIGNOR:

BASEBALL EXPRESS, INC.

By: _____
Name: _____
Title: _____

SWORN TO BEFORE ME this
____ day of _____, 2009

NOTARY PUBLIC

ASSIGNEE:

TEAM EXPRESS DISTRIBUTING, LLC

By: Daniel J. Muhling
Name: Daniel Muhling
Title: Interim - CEO

SWORN TO BEFORE ME this
18th day of September, 2009

Denise B. Caplan
NOTARY PUBLIC

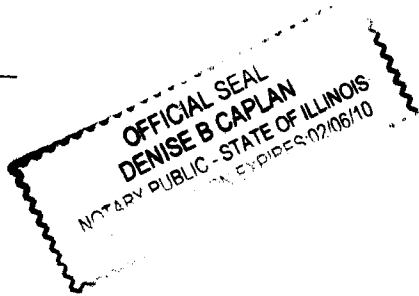


Exhibit A

Trademarks and Service Marks

Trademark	Jurisdiction	Filed	App./Reg. #	Status
All Sports All The Time	US	12/13/06	77/063,692	Pending
Baseball Express	Australia	3/17/00	827949	Registered
Baseball Express	US	11/07/95	1,933,884	Registered
Baseball Express & Design	US	8/31/04	2,879,360	Registered
Cheerleading America & Design	US	2/23/07	77/114,869	Pending
Express X Gear & Design	US	5/25/04	2,844,298	Registered
Fastpitch Express	US	1/08/02	2,528,688	Registered
Fastpitch Express	US	10/10/06	3,153,063	Registered
Football America	US	9/1/09	77/817,134	Pending
Football America & Design	US	5/02/06	3,086,993	Registered
Football America & Design (revised logo)	US	9/1/09	77/817,148	Pending
Probolt	US	7/31/01	2,474,074	Registered
Softball Sales	Texas	6/8/00	59637	Registered
Softball Sales & Design	US	11/19/02	2,651,088	Registered
Team Express	US	9/10/02	2,618,442	Registered