

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CapitalSource CF LLC, as Agent		09/10/2010	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Elite Racing, Inc.		
Street Address:	9477 Waples Street, Suite 150		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	CORPORATION: CALIFORNIA		
Name:	Rock 'N' Roll Marathon, Inc.		
Street Address:	9477 Waples Street, Suite 150		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	CORPORATION: CALIFORNIA		
Name:	Country Music Marathon, Inc.		
Street Address:	9477 Waples Street, Suite 150		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	CORPORATION: CALIFORNIA		
Name:	La Jolla Holding Group, LLC		
Street Address:	9477 Waples Street, Suite 150		
City:	San Diego		
State/Country:	CALIFORNIA		

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TRADEMARK  
 REEL: 004278 FRAME: 0001

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Postal Code:	92121
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

Name:	Triathlon Group North America, LLC
Street Address:	9477 Waples Street, Suite 150
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92121
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

Name:	Competitor Publishing, Inc.
Street Address:	9477 Waples Street, Suite 150
City:	San Diego
State/Country:	CONNECTICUT
Postal Code:	92121
Entity Type:	CORPORATION: CALIFORNIA

Name:	CM Sports, LLC
Street Address:	9477 Waples Street, Suite 150
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92121
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

**PROPERTY NUMBERS Total: 15**

Property Type	Number	Word Mark
Registration Number:	2431600	COUNTRY MUSIC MARATHON
Registration Number:	3026228	ELITE RACING MUSICAL MARATHON TOUR
Registration Number:	3026185	KIDS ROCK
Registration Number:	2700186	ROCK 'N' ROLL ARIZONA
Registration Number:	2131333	ROCK 'N' ROLL MARATHON
Registration Number:	2530120	ROCK 'N' ROLL MARATHON
Registration Number:	2458739	LA JOLLA HOLDING GROUP
Registration Number:	2996231	WINNING TRAVEL GROUP
Registration Number:	2418749	TRIATHLETE
Registration Number:	2623222	TRIATHLETE
Registration Number:	2377816	TRIATHLETE
Registration Number:	3149030	WINNING

Registration Number:	1502162	COMPETITOR
Registration Number:	2398589	MUDDY BUDDY
Registration Number:	3422420	ROCK 'N' ROLL MARATHON

# **CORRESPONDENCE DATA**

Fax Number: (312)577-4688

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: (312)577-8416

Email: carole.dobbins@kattenlaw.com

Correspondent Name: Carole Dobbins c/o Katten Muchin

Address Line 1: 525 W. Monroe St.

Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:	337968-00030
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NAME OF SUBMITTER:	Carole Dobbins
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Signature:	/Carole Dobbins/
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Date:	09/14/2010
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## **Total Attachments: 5**

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## **TRADEMARK RELEASE AND REASSIGNMENT**

THIS TRADEMARK RELEASE AND REASSIGNMENT (the "Release") is made as of September 10, 2010, by CapitalSource CF LLC, as Agent ("Agent") in favor of Grantors (defined below). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Assignment (as defined below).

### **WITNESSETH:**

WHEREAS, Elite Racing, Inc., a California corporation, Rock 'N' Roll Marathon, Inc., a California corporation, Country Music Marathon, Inc., a California Corporation, La Jolla Holding Group, LLC, a California limited liability company, Triathlon Group North America, LLC, a California limited liability company, Competitor Publishing, Inc., a California corporation and CM Sports, LLC, a California limited liability company (each a "Grantor" and collectively the "Grantors") and Agent are parties to that certain Credit Agreement dated December 21, 2007 ("Credit Agreement"), Security Agreement dated December 21, 2007 and a Trademark Security Agreement dated as of December 21, 2007 (as amended, restated, supplemented or otherwise modified from time to time, the "Assignment"), pursuant to which Grantors granted to Agent, for its benefit and the benefit of the Lenders (as defined in the Credit Agreement), a Lien upon all of the Grantors' right, title and interest in and to certain trademarks ("Trademarks") and related Trademark Rights (as defined below) as security for certain obligations owing by Grantors to Agent, including the Trademarks set forth on Schedule 1 hereto, together with any reissues, renewals or extensions thereof, and all of the goodwill associated with the use of and symbolized by each Trademark, and all products and proceeds of the foregoing (collectively, the "Trademark Collateral"); and

WHEREAS, the Assignment was recorded by the Trademark Division of the United States Patent and Trademark Office on December 26, 2007, at Reel 3684, Frame 0559; and

WHEREAS, Grantors have requested that Agent release its security interest in the Trademark Collateral and reassign the same to the Grantors.

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

1. Agent, on its behalf and on behalf of the Lenders (as defined in the Credit Agreement), hereby irrevocably releases and terminates the security interest in and Lien upon all of Grantors' right, title and interest in and to the Trademark Collateral, including the U.S., state and foreign trademark and service mark registrations, trademark and service mark applications set forth on Schedule 1 attached hereto and all goodwill associated with the foregoing (collectively the "Trademark Rights").

2. Agent, on its behalf and on behalf of the Lenders (as defined in the Credit Agreement), hereby irrevocably reassigns, grants and conveys to Grantors all of Agent's and Lenders' right, title and interest in and to the Trademark Collateral and hereby terminates the Assignment.

3. Agent hereby agrees to perform all further acts and execute and deliver, at the Grantors' expense, all further documents and/or instruments that may be reasonably necessary to carry out the provisions of this Release.

4. This Release shall be governed by and construed in accordance with the law of the State of New York and shall be binding upon Agent's representatives, successors, assigns and transferees.

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IN WITNESS WHEREOF, Agent has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

**CAPITALSOURCE CF LLC, as Agent**

By: 

Name: Christopher J. Blagg

Title: Authorized Signatory

Trademark Release and Reassignment

**TRADEMARK**  
**REEL: 004278 FRAME: 0006**

## **SCHEDULE 1**

### **TRADEMARK REGISTRATIONS**

<b>Trademark</b>	<b>Registration Number</b>	<b>Date Registered</b>
"CARLSBAD 5000"	California Service Mark Registration No. 050590	November 20, 1998
"COUNTRY MUSIC MARATHON"	U.S. Federal Service Mark Registration 2,431,600	February 27, 2001
"ELITE RACING, INC." and Design	California Service Mark Registration No. 034584	April 14, 1989
"ELITE RACING MUSICAL MARATHON TOUR"	U.S. Federal Service Mark Registration No. 3,026,228	December 13, 2005
"KIDS ROCK" and Design	U.S. Federal Service Mark Registration No. 3,026,185	December 13, 2005
"ROCK 'N' ROLL ARIZONA"	U.S. Federal Service Mark Registration No. 2,700,186	March 25, 2003
"ROCK 'N' ROLL MARATHON" (service mark)	U.S. Federal Service Mark Registration No. 2,131,333	January 20, 1998
"ROCK 'N' ROLL MARATHON" (trademark – Classes 14, 21 and 25)	U.S. Federal Trademark Registration No. 2,530,120	January 15, 2002
"TORREY PINES 5K"	California Service Mark Registration No. 0034478	March 14, 1989
"TOUR DE NORTH COUNTY" and Design	California Service Mark Registration No. 0035190	September 12, 1989
"CARLSBAD 5000"	California Service Mark Registration No. 33785	November 3, 1988
"SOUTHERN CLASSIC"	California Service Mark Registration No. 35678	November 9, 1989
"La Jolla Holding Group"	U.S. Federal Registration No. 2,458,739	June 5, 2001
"Winning Travel Group"	U.S. Federal Registration No. 2,996,231	September 20, 2005
"TRIATHLETE" (stylized)	U.S. Federal Registration No. 2,418,749	January 9, 2001
"TRIATHLETE"	U.S. Federal Registration No. 2,623,222	September 24, 2002
"TRIATHLETE" (stylized)	U.S. Federal Registration No. 2,377,816	August 15, 2000
"WINNING" (stylized)	U.S. Federal Registration No. 3,149,030	September 26, 2006
COMPETITOR	U.S. Federal Registration No. 1,502,162	August 30, 1988

<b>Trademark</b>	<b>Registration Number</b>	<b>Date Registered</b>
COMPETITOR	California Service Mark Registration No. 86169	December 10, 1987 Renewed as NO. 153347 in 1997
COMPETITOR	Illinois Service Mark Registration No. 61382	November 18, 1987
MUDDY BUDDY	U.S. Federal Registration No. 2,398,589	October 24, 2000

#### TRADEMARK APPLICATIONS

<b>Trademark Application</b>	<b>U.S. Application Number</b>	<b>Application Date</b>
“ROCK ‘N’ ROLL MARATHON” (trademark – Classes 9, 16, 18, 20, 26 and 28)	U.S. Federal Trademark No. 77/261585 (Registration No. 3,422,420)	August 22, 2007