

**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.

<p>1. Name of conveying party(ies): Sport Chalet, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation- State: <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) _____</p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>Bank of America, N.A.</u> Internal Address: _____ Street Address: <u>55 South Lake Avenue, Suite 900</u> City: <u>Pasadena</u> State: <u>CA</u> Country: <u>USA</u> Zip: <u>91101</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input checked="" type="checkbox"/> Other <u>National Assn.</u> Citizenship <u>USA</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance / Execution Date(s) : Execution Date(s) <u>October 27, 2010</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p>	<p>4. Application number(s) or registration number(s) and Identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) <u>1869485, 1869466, 3186743, 2153318, 3084582, 3655253, 1869179</u></p> <p style="text-align: right;">Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):</p>	
<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>CT Lien Solutions</u> Internal Address: _____ Street Address: <u>187 Wolf Rd Ste 101</u> City: <u>Albany</u> State: <u>NY</u> Zip: <u>12205</u> Phone Number: <u>800-342-3676</u> Fax Number: <u>800-968-7049</u> Email Address: _____</p>	<p>6. Total number of applications and registrations involved: 7</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>190 -</u></p> <p><input checked="" type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p>
<p>8. Payment Information:</p> <p>a. Credit Card Last 4 Numbers <u>5683</u> Expiration Date <u>10/12</u></p> <p>b. Deposit Account Number _____ Authorized User Name _____</p>	
<p>9. Signature: <u>[Signature]</u> <u>October 28, 2010</u> _____ Date Jodie M. Grofine Name of Person Signing</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: 4</p>	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TO: CT LIEN SOLUTIONS COMPANY: 187 WOLF ROAD, SUITE 101

10/29/2010
700449309

Form PTO-1894 (Rev. 0205)
OMB Collection 0591-0227 (exp. 05/31/2020)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached document(s) or the new address(es) below.

1. Name of conveying party(ies):

Sport Chest, Inc.

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

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

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

Execution Date(s) October 27, 2010

- Assignment
- Merger
- Security Agreement
- Change of Name
- 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: 85 South Main Avenue, Suite 900

City: Franklin

State: GA

Country: USA Zip: 30110

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship
- Other (national agent) 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)

B. Trademark Registration No.(s)

1989495, 1669489, 3168743, 2153319, 3084662, 3952653, 1989179

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: CT Lien Solutions

Internal Address:

Street Address: 187 Wolf Rd Ste 101

City: Albany

State: NY Zip: 12205

Phone Number: 800-342-3676

Fax Number: 800-962-7099

Email Address:

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 2.60(b)(8) & 3.41)

\$ 190 -

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment information:

a. Credit Card Last 4 Numbers 5683
Expiration Date 12/12

b. Deposit Account Number

Authorized User Name

9. Signature:



Julie M. Stokes

Name of Person Signing

October 28, 2010

Date

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be filed to (711) 273-6148, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1480, Alexandria, VA 22314-1480

FORM PTO-1894 (REV. 02-05-05)

FIRST AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This FIRST AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this "Amendment") dated as of October 27, 2010 is delivered pursuant to that certain Trademark Security Agreement dated as of June 20, 2008 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Trademark Agreement"), among SPORT CHALET, INC., a Delaware corporation ("Grantor"), and BANK OF AMERICA, N.A., as administrative agent for the Lenders ("Agent") in connection with the Loan Agreement described below, recorded on June 25, 2008 as Reel/Frame 003802/0568 with the U.S. Trademark Office.

RECITALS:

WHEREAS, Grantor is indebted to Agent and the Lenders pursuant to that certain Loan and Security Agreement dated as of June 20, 2008 (as amended, restated, or otherwise modified from time to time, the "Loan Agreement"); and

WHEREAS, Grantor has provided Agent with notice that Grantor has obtained additional Trademarks;

WHEREAS, pursuant to Section 2.4 of the Trademark Agreement, Grantor has authorized Agent to unilaterally amend the scheduled information with respect to additional Trademarks.

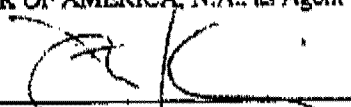
Schedule I of the Trademark Agreement is hereby as the date hereof amended and restated in its entirety as set forth on the schedules attached hereto; provided, that no such amendment or restatement shall release or be deemed to release any security interest in any present or future Trademark granted to Agent and the Lenders as collateral pursuant to the Trademark Agreement.

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Amendment as of the date first written above.

AGENT:

BANK OF AMERICA, N.A., as Agent

By: 

Name: Stephen King
Title: Senior Vice President

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Federal Registration No.</u>	<u>Registration Date</u>
Sport Chalet Logo	Sport Chalet, Inc.	Registered	1869465	December 27, 1994
Sport Chalet	Sport Chalet, Inc.	Registered	1869466	December 27, 1994
Action Pass	Sport Chalet, Inc.	Registered	3186743	December 19, 2006
Sportland	Sport Chalet, Inc.	Registered	2153318	April 28, 2009
BASSCO Sporting Goods	Sport Chalet, Inc.	Registered	3084582	April 25, 2006
Project Fifty Nine	Sport Chalet, Inc.	Registered	3655253	July 14, 2009
Sport Chalet Divers	Sport Chalet, Inc.	Registered	1869179	December 27, 1994

Schedule I

\\Sport Chalet: First Amendment to Trademark Security Agreement #21239085 (v.1).doc