

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest in U.S. Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Affinity Group, Inc.		11/29/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	The Bank of New York Mellon Trust Company, N.A., as collateral agent
Street Address:	700 South Flower Street
Internal Address:	Suite 500
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90017
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 53

Property Type	Number	Word Mark
Registration Number:	3096902	DREAM. PLAN. GO
Registration Number:	3253694	CAMPCLUB USA
Registration Number:	3291997	RVTRIPSETTER.COM
Registration Number:	3117136	MOTORCYCLING AT ITS BEST
Registration Number:	3237984	ROADS TO ADVENTURE
Registration Number:	3149606	GOOD SAM GOLD CIRCLE
Registration Number:	3490104	DREAM. PLAN. GO
Registration Number:	3072753	TRIP POINTS
Registration Number:	2994409	TRIPSETTER
Registration Number:	3000926	TRIP PLUS
Registration Number:	3592907	RECREATION IN MOTION
Registration Number:	3728329	RVHC RV HANDYMAN CLUB
Registration Number:	3599173	COAST TO COAST EST. 1972

OP \$1340.00 3096902

900177805

**TRADEMARK
 REEL: 004424 FRAME: 0278**

Registration Number:	3306394	AGI EVENTS
Registration Number:	3311577	TRAILER LIFE
Registration Number:	3396642	TOURING RIDER
Registration Number:	3589262	THE RV HANDYMAN CLUB
Registration Number:	2774517	GOOD SAM
Registration Number:	2558565	GOOD SAM EMERGENCY ROAD SERVICE
Registration Number:	2651351	RV.NET
Registration Number:	2749223	GOOD SAM CLUB
Registration Number:	2503830	
Registration Number:	2346892	PASSPORT TO RETIREMENT
Registration Number:	2619442	GOOD SAM RV EMERGENCY ROAD SERVICE
Registration Number:	2424472	HIGHWAYS ONLINE
Registration Number:	2338931	RV SEARCH
Registration Number:	2285802	COAST TO COAST
Registration Number:	2232129	TRAILER LIFE DIRECTORY
Registration Number:	2252816	CSP
Registration Number:	2183097	RV BUYERS GUIDE
Registration Number:	2175450	TRAILER LIFE
Registration Number:	2186392	MOTORHOME
Registration Number:	2092635	AFFINITY GROUP, INC.
Registration Number:	2045752	AGI
Registration Number:	2043024	RV BUSINESS
Registration Number:	2015238	CARAVENTURE
Registration Number:	2079927	RV SEARCH
Registration Number:	1982678	TRAILER LIFE CAMPGROUNDS, RV PARKS & SERVICES DIRECTORY
Registration Number:	1871532	GOOD NEIGHBOR PARKS
Registration Number:	1991599	TRAFFIC BUILDERS
Registration Number:	1594211	COAST TO COAST
Registration Number:	1593450	COAST TO COAST
Registration Number:	1442575	MOTORHOME
Registration Number:	1512170	RV BUSINESS
Registration Number:	1107269	RIDER
Registration Number:	1006079	TRAILER LIFE
Registration Number:	2483849	RV TODAY

Serial Number:	85129678	DREAM GARAGE
Serial Number:	77887612	RICHMOND BOAT SHOW
Serial Number:	77887601	RICHMOND HOME & GARDEN SHOW
Serial Number:	77887572	RICHMOND CAMPING RV EXPO
Serial Number:	77749049	RV CONCIERGE
Serial Number:	77168855	RECREATION IN MOTION

CORRESPONDENCE DATA

Fax Number: (212)354-8113
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2128198200
Email: fcutajar@whitecase.com
Correspondent Name: White & Case LLP
Address Line 1: 1155 Avenue of the Americas
Address Line 2: Patents & Trademarks
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1155732-0186
NAME OF SUBMITTER:	Frances B. Cutajar
Signature:	/Frances B. Cutajar/
Date:	12/03/2010

Total Attachments: 9
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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Affinity Group, Inc. (the "Grantor"), with principal offices at 2575 Vista Del Mar Drive, Ventura, CA 93001, hereby grants to The Bank of New York Mellon Trust Company, N.A., as Collateral Agent, with an office at 700 South Flower Street, Suite 500, Los Angeles, CA 90017, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Pledge and Security Agreement among the Grantor, the other Grantors from time to time party thereto and the Grantee, dated as of November 30, 2010 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

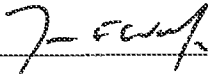
Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

29 day of November, 2010

AFFINITY GROUP, INC., Grantor

By 
Name: THOMAS F. WOLFE
Title: SVP/CFO

On this ____ day of _____, _____, before me personally came _____
_____ who, being by me duly sworn, did state as follows: that [s]he is
_____ of Affinity Group, Inc., that [s]he is authorized to execute the foregoing Grant
on behalf of said Affinity Group, Inc., and that [s]he did so by authority of the [Board of
Directors] of said Affinity Group, Inc.

*See attached
Certificate*

Notary Public

CALIFORNIA JURAT WITH AFFIANT STATEMENT

- See Attached Document (Notary to cross out lines 1-6 below)
- See Statement Below (Lines 1-5 to be completed only by document signer[s], *not* Notary)

~~_____

_____~~

Signature of Document Signer No. 1

Signature of Document Signer No. 2 (if any)

State of California

County of Ventura

Subscribed and sworn to (or affirmed) before me on this

29 day of November, 2010, by
Date Month Year

(1) Thomas F. Wolfe
Name of Signer

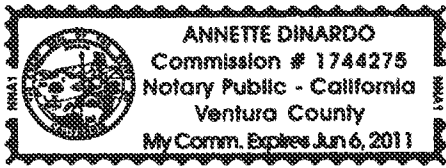
proved to me on the basis of satisfactory evidence to be the person who appeared before me (.) (.)

(and

(2) _____
Name of Signer

proved to me on the basis of satisfactory evidence to be the person who appeared before me.)

Signature Annette Dinardo
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Further Description of Any Attached Document

Title or Type of Document: Affinity Group Trademark Assignment

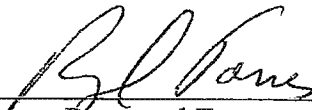
Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

RIGHT THUMBPRINT OF SIGNER #1
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RIGHT THUMBPRINT OF SIGNER #2
Top of thumb here

THE BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., as Collateral Agent and Grantee

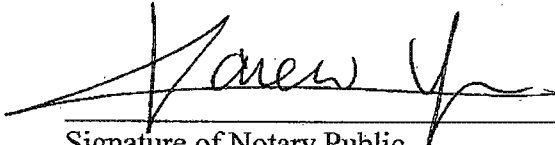
By 
Name: Raymond Torres
Title: Senior Associate

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

On November 29, 2010 before me, Karen Yu, Notary Public, personally appeared Raymond Torres, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that ~~he~~^{she} executed the same in ~~his~~^{her} authorized capacity, and that by ~~his~~^{her} signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature of Notary Public



(Seal)

SCHEDULE A

	Serial Number	Reg. Number	Word Mark	Status
1	85129678		DREAM GARAGE	LIVE
2	78976883	3096902	DREAM. PLAN. GO	LIVE
3	78951374	3253694	CAMPCLUB USA	LIVE
4	78761463	3291997	RVTRIPSETTER.COM	LIVE
5	78684040	3117136	MOTORCYCLING AT ITS BEST	LIVE
6	78460618	3237984	ROADS TO ADVENTURE	LIVE
7	78439647	3149606	GOOD SAM GOLD CIRLCE	LIVE
8	78347077	3490104	DREAM. PLAN. GO	LIVE
9	78347076	3072753	TRIP POINTS	LIVE
10	78347075	2994409	TRIPSETTER	LIVE
11	78347073	3000926	TRIP PLUS	LIVE
12	78000116	2483849	RV TODAY	LIVE
13	77887612		RICHMOND BOAT SHOW	LIVE
14	77887601		RICHMOND HOME & GARDEN SHOW	LIVE
15	77887572		RICHMOND CAMPING RV EXPO	LIVE
16	77749049		RV CONCIERGE	LIVE
17	77976570	3592907	RECREATION IN MOTION	LIVE
18	77749171	3728329	RVHC RV HANDYMAN CLUB	LIVE
19	77168855		RECREATION IN MOTION	LIVE
20	77182331	3599173	COAST TO COAST EST. 1972	LIVE
21	77126189	3306394	AGI EVENTS	LIVE
22	77126177	3311577	TRAILER LIFE	LIVE
23	77101745	3396642	TOURING RIDER	LIVE
24	77035569	3589262	THE RV HANDYMAN CLUB	LIVE
25	76257664	2774517	GOOD SAM	LIVE
26	76233982	2558565	GOOD SAM EMERGENCY ROAD SERVICE	LIVE
27	76226400	2651351	RV.NET	LIVE
28	76116031	2749223	GOOD SAM CLUB	LIVE
29	76106541	2503830		LIVE
30	75644168	2346892	PASSPORT TO RETIREMENT	LIVE
31	75904793	2619442	GOOD SAM RV EMERGENCY ROAD SERVICE	LIVE
32	75596766	2424472	HIGHWAYS ONLINE	LIVE
33	75118960	2338931	RV SEARCH	LIVE
34	75118833	2285802	COAST TO COAST	LIVE
35	75436451	2232129	TRAILER LIFE DIRECTORY	LIVE
36	75380474	2252816	CSP	LIVE
37	75127392	2183097	RV BUYERS GUIDE	LIVE

38	75121601	2175450	TRAILER LIFE	LIVE
39	75118832	2186392	MOTORHOME	LIVE
40	75053507	2092635	AFFINITY GROUP, INC.	LIVE
41	75053505	2045752	AGI	LIVE
42	75017865	2043024	RV BUSINESS	LIVE
43	74732108	2015238	CARAVENTURE	LIVE
44	74713645	2079927	RV SEARCH	LIVE
45	74713643	1982678	TRAILER LIFE CAMPGROUNDS, RV PARKS & SERVICES DIRECTORY	LIVE
46	74480729	1871532	GOOD NEIGHBOR PARKS	LIVE
47	74474769	1991599	TRAFFIC BUILDERS	LIVE
48	73827979	1594211	COAST TO COAST	LIVE
49	73769005	1593450	COAST TO COAST	LIVE
50	73623062	1442575	MOTORHOME	LIVE
51	73623060	1512170	RV BUSINESS	LIVE
52	73150388	1107269	RIDER	LIVE
53	72463270	1006079	TRAILER LIFE	LIVE