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
Koplin Outdoors, Inc.		11/29/2011	CORPORATION: WISCONSIN
Gear Up 2 Go, LLC		11/29/2011	LIMITED LIABILITY COMPANY: WISCONSIN

RECEIVING PARTY DATA

Name:	Cole Taylor Bank
Street Address:	9550 W. Higgins Road
City:	Rosemont
State/Country:	ILLINOIS
Postal Code:	60018
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3007053	DIRT WORKS
Registration Number:	2767544	TRANSPORT
Registration Number:	2701360	BOOTTECTOR
Registration Number:	2801499	BUCKET HUGGER
Registration Number:	3103616	DIRTWORKS
Registration Number:	2678930	GEAR GRIPS
Registration Number:	2710014	GEARTECTOR
Serial Number:	85136677	GEARUP2GO
Registration Number:	1928991	GUN BOOT
Registration Number:	2640972	GUN GRIPS
Registration Number:	2621356	KOLPIN
Registration Number:	2766530	RHINO RIB
Registration Number:	2549584	SAW PRESS

OP $390.00 3007053

Serial Number:	85424814	TUNDRA TESTED
Serial Number:	85424817	TUNDRA TESTED

CORRESPONDENCE DATA

Fax Number: (312)832-4700
Phone: 312-832-4552
Email: delder@foley.com,jolsen@foley.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Diane G. Elder
Address Line 1: 321 North Clark Street
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	095740-0107
NAME OF SUBMITTER:	Diane G. Elder
Signature:	/Diane Grace Elder/;/dge/;/61590/
Date:	01/04/2012

Total Attachments: 8
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GRANT OF SECURITY INTEREST IN TRADEMARKS AND PATENTS

WHEREAS, KOLPIN OUTDOORS, INC., a Wisconsin corporation ("**Kolpin**"), and GEAR UP 2 GO, LLC, a Wisconsin limited liability company ("**Gear**"; Kolpin and Gear are hereinafter collectively referred to as "**Grantors**" and each as a "**Grantor**"), own the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, and the patents and patent applications, in each case set forth on Schedule A and Schedule B attached hereto; and

WHEREAS, COLE TAYLOR BANK, an Illinois banking corporation ("**Grantee**"), desires to acquire a security interest in, and lien on, all of Grantors' respective right, title and interest in and to Grantors' respective trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications; and

WHEREAS, Grantors are willing to grant to Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications described above.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Credit and Security Agreement, dated as of November 29, 2011, by and among Grantors and Grantee (as amended from time to time, the "**Credit Agreement**"), Grantors hereby grant to Grantee a security interest in, and a lien upon, all of Grantors' respective right, title and interest in and to (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the "**Marks**") set forth on Schedule A attached hereto, (ii) the patents and patent applications (the "**Patents**") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Credit Agreement) of the Marks, (iv) all of the goodwill of the businesses with which the Marks are associated, and (v) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks and/or Patents or unfair competition regarding the same.

This GRANT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Credit Agreement) of Grantors and shall be effective as of the date of the Credit Agreement.

This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

[signature page to follow]

TRADEMARK
REEL: 004691 FRAME: 0950

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTORS:

KOLPIN OUTDOORS, INC.,
a Wisconsin corporation

By: _____
Tom Lutes, President

GEAR UP 2 GO, LLC,
a Wisconsin limited liability company
By: Kolpin Outdoors, Inc., its Manager

By: _____
Tom Lutes, President

GRANTEE:

COLE TAYLOR BANK,
an Illinois banking corporation

By: _____
Cindy S. Jamroziak, Senior Vice President

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTORS:

KOLPIN OUTDOORS, INC.,
a Wisconsin corporation

By: _____
Tom Lutes, President

GEAR UP 2 GO, LLC,
a Wisconsin limited liability company
By: Kolpin Outdoors, Inc., its Manager

By: _____
Tom Lutes, President

GRANTEE:

COLE TAYLOR BANK,
an Illinois banking corporation

By: _____
Cindy S. Jankowski, Senior Vice President

STATE OF WISCONSIN)
)
COUNTY OF DANE)

On this 22nd day of November, 2011, before me personally came Tom Lutes, to me known, who, being by me duly sworn did depose and say that he is the President of Kolpin Outdoors, Inc., a Wisconsin corporation, and of Gear Up 2 Go, LLC, a Wisconsin limited liability company, the companies described in and which executed the foregoing instrument, and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Jean M. Sloan
Notary Public

My Commission Expires: 1-27-13

STATE OF _____)
)
COUNTY OF _____)

On this _____ day of November, 2011, before me personally came Cindy S. Jamroziak, to me known, who, being by me duly sworn did depose and say that she is a Senior Vice President of Cole Taylor Bank, an Illinois banking corporation, the company described in and which executed the foregoing instrument and that she signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

_____
Notary Public

My Commission Expires:_____

4853-2247-3741.2

STATE OF WISCONSIN)
)
COUNTY OF DANE)

On this ____ day of November, 2011, before me personally came Tom Lutes, to me known, who, being by me duly sworn did depose and say that he is the President of Kolpin Outdoors, Inc., a Wisconsin corporation, and of Gear Up 2 Go, LLC, a Wisconsin limited liability company, the companies described in and which executed the foregoing instrument, and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

_____
Notary Public

My Commission Expires:_____

STATE OF Wisconsin)
)
COUNTY OF Waukesha)

On this 1 day of ~~November~~ December, 2011, before me personally came Cindy S. Jamroziak, to me known, who, being by me duly sworn did depose and say that she is a Senior Vice President of Cole Taylor Bank, an Illinois banking corporation, the company described in and which executed the foregoing instrument and that she signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

_____
Notary Public

My Commission Expires: April 20th 2014

SARA ALBEE
Notary Public
State of Wisconsin

4853-3247-3741.3

Schedule A – Trademarks

Country	Mark	Appl. Ser. No. or Reg. No.	Filing or Issue Date	Status and Notes	Owner
US	DirtWorks	3,007,053	10/18/2005	Registered	Kolpin Outdoors, Inc.
US	TranSport	2,767,544	23-Sep-2003	Registered	Kolpin Outdoors, Inc.
US	BOOTTECTOR	2,701,360	25-Mar-2003	Registered	Kolpin Outdoors, Inc.
US	BUCKET HUGGER	2,801,499	30-Dec-2003	Registered	Kolpin Outdoors, Inc.
US	DIRTWORKS	3,103,616	13-Jun-2006	Registered	Kolpin Outdoors, Inc.
US	GEAR GRIPS	2,678,930	21-Jan-2003	Registered	Kolpin Outdoors, Inc.
US	GEARTECTOR	2,710,014	22-Apr-2003	Registered	Kolpin Outdoors, Inc.
US	GEARUP2GO	85/136,677	09/23/2010	Pending	Gear Up 2 Go, LLC
US	GUN BOOT	1,928,991	24-Oct-1995	Registered	Kolpin Outdoors, Inc.
US	GUN GRIPS	2,640,972	22-Oct-2002	Registered	Kolpin Outdoors, Inc.
US	KOLPIN	2,621,356	17-Sep-2002	Registered	Kolpin Outdoors, Inc.
US	RHINO RIB	2,766,530	23-Sep-2003	Registered	Kolpin Outdoors, Inc.

Country	Mark	Appl. Ser. No. or Reg. No.	Filing or Issue Date	Status and Notes	Owner
US	SAW PRESS	2,549,584	19-Mar-2002	Registered	Kolpin Outdoors, Inc.
Canada	BOOTTECTOR	TMA 597,595	16-Dec-2003	Registered	Kolpin Outdoors, Inc.
Canada	BUCKET HUGGER	TMA 620,888	28-Sep-2004	Registered	Kolpin Outdoors, Inc.
Canada	GEAR GRIPS	TMA 634,067	02-Mar-2005	Registered	Kolpin Outdoors, Inc.
Canada	GEARTECTOR	TMA 594,563	12-Nov-2003	Registered	Kolpin Outdoors, Inc.
Canada	GUN BOOT	TMA 614,933	15-Jul-2004	Registered	Kolpin Outdoors, Inc.
Canada	GUN GRIPS	TMA 600,389	23-Jan-2004	Registered	Kolpin Powersports, Inc.
Canada	KOLPIN	TMA 603,248	25-Feb-2004	Registered	Kolpin Outdoors, Inc.
Canada	MUD GUARD	TMA 600,447	23-Jan-2004	Registered	Kolpin Outdoors, Inc.
Canada	OUTDOOR INNOVATION	TMA 600,446	23-Jan-2004	Registered	Kolpin Outdoors, Inc.
Canada	RHINO RIB	TMA 608,031	20-Apr-2004	Registered	Kolpin Outdoors, Inc.
Canada	SCOPETECTOR	TMA 603,387	26-Feb-2004	Registered	Kolpin Outdoors, Inc.
Canada	SEALTECTOR	TMA 666,194	16-Jun-2006	Registered	Kolpin Outdoors, Inc.
Canada	SHOTECTOR	TMA 603,292	26-Feb-2004	Registered	Kolpin Outdoors, Inc.
Canada	SOFT ARMOR GUN BOOT	TMA 617,948	27-Aug-2004	Registered	Kolpin Outdoors, Inc.
Canada	GEARUP2GO	1,513,873	04-Feb-2011	Pending	Gear Up 2 Go, LLC

Country	Mark	Appl. Ser. No. or Reg. No.	Filing or Issue Date	Status and Notes	Owner
Europe	KOLPIN	3,155,843	13-Sept-2004	Registered	Kolpin Outdoors, Inc.
Canada	SCOPETECTOR	603,387	26-Feb-2004	Registered	Kolpin Outdoors, Inc.
Canada	SEALTECTOR	TMA 666,194	16-Jun-2006	Registered	Kolpin Outdoors, Inc.
Canada	SHOTECTOR	603,292	26-Feb-2004	Registered	Kolpin Outdoors, Inc.
Canada	SOFT ARMOR GUN BOOT	617,948	27-Aug-2004	Registered	Kolpin Outdoors, Inc.
US	TRANSPORT	2,767,544	23-Sep-2003	Registered	Kolpin Outdoors, Inc.
US	TUNDRA TESTED	85/424,814	16-Sep-2011	Pending	Kolpin Outdoors, Inc.
US	TUNDRA TESTED logo	85/424,817	16-Sep-2011	Pending	Kolpin Outdoors, Inc.
Canada	TUNDRA TESTED	1,544,066	19-Sep-2011	Pending	Kolpin Outdoors, Inc.
Canada	TUNDRA TESTED logo	1,544,068	19-Sep-2011	Pending	Kolpin Outdoors, Inc.