

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		05/22/2012	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Sportime, LLC
Street Address:	3155 Northwoods Parkway
City:	Norcross
State/Country:	GEORGIA
Postal Code:	30071
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3205537	THE SPEECH BIN
Registration Number:	1542482	B THE SPEECH BIN
Registration Number:	3126350	SPORTIME FITNESS & SPORT
Registration Number:	3002730	SPORTIME FITNESS & SPORT
Registration Number:	2793125	INTEGRATIONS
Registration Number:	2986067	CELL-U-LAR RUBBER TECHNOLOGY
Registration Number:	3548583	RAGBALL
Registration Number:	2498193	SPORTIME
Registration Number:	1766015	PHYSIO-ROLL
Registration Number:	1955231	SPORDAS
Registration Number:	1836922	CATCH BALL
Registration Number:	1737386	CHIME TIME
Registration Number:	1741976	ABILITATIONS
Registration Number:	1665914	SPORTIME

CH \$390.00 3205537

TRADEMARK

Registration Number:

1085148

SPORTIME

CORRESPONDENCE DATA

Fax Number:

4142735198

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

Phone:

414-273-3500

Email:

nakees@gklaw.com

Correspondent Name:

Nicholas A. Kees; Godfrey & Kahn, S.C.

Address Line 1:

780 N. Water Street

Address Line 4:

Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:

009316-0870

NAME OF SUBMITTER:

Nicholas A. Kees

Signature:

/Nicholas A. Kees/

Date:

05/23/2012

Total Attachments: 3

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of May 22, 2012 ("Release"), is made by Bank of America, N.A., as Administrative Agent and as successor in interest to the Collateral Agent (as defined below) (in such capacities, the "Administrative Agent") in favor of Sportime, LLC, a Delaware limited liability company ("Grantor").

WHEREAS, pursuant to the Security Agreement dated as of April 23, 2010 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Grantors party thereto and the Administrative Agent, each Grantor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in any and all right, title and interest of such Grantor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor executed and delivered to Administrative Agent, for the benefit of the holders of the Secured Obligations, the Notice of Grant of Security Interest in Trademarks dated as of April 23, 2010 ("Notice");

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on April 28, 2010 at Reel 4194 Frame 0525.

WHEREAS, pursuant to the Intellectual Property Security Interest Assignment Agreement dated as of April 23, 2010 ("IP Assignment"), Bank of America, N.A., in its capacity as Collateral Agent, Administrative Agent, Agent, and successor in interest to NationsBank, N.A., as Administrative Agent ("Collateral Agent") assigned to Administrative Agent all of its right, title, and interest to the Security Instrument (as defined in the IP Assignment), which included all security interests and liens on intellectual property and associated recordings granted by Grantor to Collateral Agent; and

WHEREAS, the IP Assignment was recorded at the USPTO on April 28, 2010 at Reel 4194 Frame 0512.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the holders of the Secured Obligations, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement, Notice, or IP Assignment.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the holders of the Secured Obligations, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to any and all rights, title, and interests in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, without limitation, the foregoing listed on Schedule A attached hereto; and

(b) authorizes the recordation of this Release with the USPTO.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of North Carolina.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the holders of the Secured Obligations, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A., as Administrative Agent

By: Anthea Del Bianco

Name: Anthea Del Bianco

Title: Vice President

Schedule A

Sportime, LLC
(Delaware LLC)

U.S. Trademarks Subject to Notice

Registered Marks

Mark	Registration No.	Registration Date
THE SPEECH BIN	3205537	02/06/07
B THE SPEECH BIN	1542482	06/06/89

U.S. Trademarks Subject to IP Assignment

Registered Marks

Mark	Registration No.	Registration Date
SPORTIME FITNESS & SPORT and Design	3126350	08/08/06
SPORTIME FITNESS & SPORT and Design	3002730	09/27/05
INTEGRATIONS	2793125	12/09/03
CELL-U-LAR RUBBER TECHNOLOGY and Design	2986067	08/16/05
RAGBALL and Design	3548583	12/23/08
SPORTIME	2498193	10/16/01
PHYSIO-ROLL and Design	1766015	04/20/93
SPORDAS	1955231	02/06/96
CATCH BALL and Design	1836922	05/17/94
CHIME TIME	1737386	12/01/92
ABILITATIONS	1741976	12/22/92
SPORTIME	1665914	11/26/91
SPORTIME	1085148	02/07/78