

Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp. 04/30/2015)

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 documents or the new address(es) below.

1. Name of conveying party(ies):

Canadian Imperial Bank of Commerce

- Individual(s)
- Partnership
- Corporation- State: _____
- Other Canadian Bank Chartered Under Federal Bank Act
- Association
- Limited Partnership

Citizenship (see guidelines) Canada

Additional names of conveying parties attached? Yes No

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

Execution Date(s) June 8, 2012

- Assignment
- Security Agreement
- Other Discharge of Security Interests
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Roots Canada Ltd.

Street Address: 1400 Castlefield Ave

City: Toronto

State: Ontario

Country: Canada Zip: M6B4C4

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Canada
- Other _____ 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) _____ Text _____

B. Trademark Registration No.(s)

2092407, 995891, 1815610, 2141642, 2308176 and 1764497

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

BABY ROOTS, ROOTS, ROOTS, ROOTS, ROOTS and ROOTS ATHLETICS CANADA (Stylized & Design)

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Stephen G. Janoski

Internal Address: Roylance, Abrams, Berdo & Goodman, LLP
Suite 600

Street Address: 1300 19th Street, NW

City: Washington

State: DC Zip: 20036

Phone Number: (202) 659-9076

Docket Number: (202) 659-9344

Email Address: SGJdocketing@roylance.com

6. Total number of applications and registrations involved:

six (6)

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$165.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number 18-2220

Authorized User Name Stephen G. Janoski

9. Signature:



Signature

Casimir W. Cook II

Name of Person Signing

6/26/12

Date

Total number of pages including cover sheet, attachments, and document: five (5)

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

TRADEMARK

REEL: 004807 FRAME: 0195

CH \$165.00 182220 2092407

Continuation of the Information in Item 1

1. Name of conveying party(ies):

CIBC Wood Gundy Capital

Entity Type: Division of the Canadian Imperial Bank of Commerce

Citizenship: Canada

DISCHARGE OF SECURITY INTERESTS RECORDATION
DESIGNATION OF DOMESTIC REPRESENTATIVE

The firm of ROYLANCE, ABRAMS, BERDO & GOODMAN, L.L.P., 1300 19th Street, N.W., Suite 600, Washington, D.C. 20036-1649 is hereby the designated representative upon whom notices or process may be served in proceedings affecting the discharge of security interest enclosed herewith and/or hereto on behalf of the discharge of security interest grantee or receiving party, Roots Canada Ltd.

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the recordation of the security interest enclosed herewith and/or hereto on behalf of the security interest grantee or receiving party, Roots Canada Ltd., declares that he is properly authorized to execute this designation of domestic representative on behalf of the discharge of security interest grantee and/or receiving party, Roots Canada Ltd., with full power of substitution and revocation, and to transact all business in the Patent and Trademark Office in connection therewith.

Roots Canada Ltd.

Date: June 20, 2012

By:  _____

Name: Casimir W. Cook II

Title: Attorney, Domestic Representatives of Receiving Party

June 8, 2012

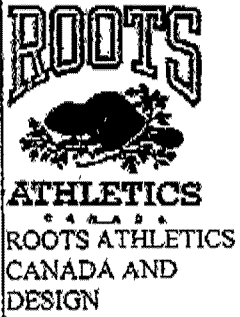
TO WHOM IT MAY CONCERN

Dear Sirs:

Re: Discharge of Security Interests

Canadian Imperial Bank of Commerce ("CIBC") confirms, on its own behalf and on behalf of CIBC Wood Gundy Capital, a division of CIBC, that Roots Canada Ltd. has repaid the undersigned in full with respect to all obligations owing under the related Security Agreement made in favour of the undersigned and fully releases their security interests from any and all trademark registrations now or previously held by Roots Canada Ltd. or its successors and assigns, including without limitation the following:

No.	Trademark	Status	Security Interest
1.	BABY ROOTS	Renewed Ser #: 74567683 FD.: 1994/08/30 Reg #: 2092407 RD.: 1997/09/02 Renewal: 2017/09/02	Security Interest Placed on File, December 11, 1997 in favour of CIBC Wood Gundy Capital. Security Interest Placed on File, December 12, 1997 in favour of Canadian Imperial Bank of Commerce.
2.	ROOTS	Renewed Ser #: 72465489 FD.: 1973/08/13 Reg #: 995891 RD.: 1974/10/15 Renewal: 2014/10/15	Security Interest Placed on File, December 11, 1997 in favour of CIBC Wood Gundy Capital. Security Interest Placed on File, December 12, 1997 in favour of Canadian Imperial Bank of Commerce.
3.	ROOTS	Renewed Ser #: 73779721 FD.: 1989/02/09 Reg #: 1815610 RD.: 1994/01/11 Renewal: 2014/01/11	Security Interest Placed on File, December 11, 1997 in favour of CIBC Wood Gundy Capital. Security Interest Placed on File, December 12, 1997 in favour of Canadian Imperial Bank of Commerce.
4.	ROOTS	Renewed Ser #: 74415054 FD.: 1993/07/21 Reg #: 2141642 RD.: 1998/03/10 Renewal: 2018/03/10	Security Interest Placed on File, December 11, 1997 in favour of CIBC Wood Gundy Capital. Security Interest Placed on File, December 12, 1997 in favour of Canadian Imperial Bank of Commerce.
5.	ROOTS	Renewed Ser #: 75203024 FD.: 1996/11/22 Reg #: 2308176 RD.: 2000/01/18 Renewal: 2020/01/18	Security Interest Placed on File, December 11, 1997 in favour of CIBC Wood Gundy Capital. Security Interest Placed on File, December 12, 1997 in favour of Canadian Imperial Bank of Commerce.

No.	Trademark	Status	Security Interest
6.		Renewed Ser #: 73779722 FD.: 1989/02/09 Reg #: 1764497 RD.: 1993/04/13 Renewal: 2013/04/13	Security Interest Placed on File, December 11, 1997 in favour of CIBC Wood Gundy Capital. Security Interest Placed on File, December 12, 1997 in favour of Canadian Imperial Bank of Commerce.

Yours very truly,

Canadian Imperial Bank of Commerce

Per:



PETER PETRALITO

Name:

Title: Associate

PS226

V6051956