

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks Recorded at Reel/Frame 1940/0001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association, successor in interest to Congress Financial Corporation		10/09/2012	national association: UNITED STATES

RECEIVING PARTY DATA

Name:	Collective Licensing International, LLC, successor in interest to Airwalk International, LLC
Street Address:	3231 SE 6th Avenue
City:	Topeka
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Serial Number:	73633369	
Serial Number:	73633370	AIRWALK
Serial Number:	73647974	FLIGHT-GEAR
Serial Number:	73683404	
Serial Number:	74106955	AIRWALKERS
Serial Number:	74222537	BOMBATO
Serial Number:	74669433	OBLIQUE
Serial Number:	74680384	FREERIDE
Serial Number:	74680400	HALFPIPE
Serial Number:	74680548	EVOLUTION
Serial Number:	74680549	EXTREME
Serial Number:	74680840	SCRUB

CH \$890.00 73633369

Serial Number:	74680841	ADVANTAGE
Serial Number:	75064466	FORMAT
Serial Number:	75065717	A
Serial Number:	75070923	AIRWALK
Serial Number:	75088512	ACCESS
Serial Number:	75088513	BOUNDARY
Serial Number:	75088514	TERRAIN
Serial Number:	75093074	A
Serial Number:	75093475	
Serial Number:	75106065	QUAD
Serial Number:	75175068	A
Serial Number:	75203603	CYBERLETIC
Serial Number:	75245030	PROCESS
Serial Number:	75258771	LATCH
Serial Number:	75269022	JACK
Serial Number:	75335526	EASY
Serial Number:	75337298	
Serial Number:	75349051	
Serial Number:	75388389	A
Serial Number:	75389100	A
Serial Number:	75433192	SERIES A-1
Serial Number:	75551162	CASUAL TECH
Serial Number:	75595260	AIRWALK

CORRESPONDENCE DATA

Fax Number: 3128622200
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 312-862-3865
Email: christine.casey@kirkland.com
Correspondent Name: Kirkland & Ellis LLP
Address Line 1: 300 N. LaSalle Street, 28th Floor
Address Line 2: c/o Christine Casey
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 38310-486 CAC

NAME OF SUBMITTER: Christine Casey

Signature:

TRADEMARK
REEL: 004877 FRAME: 0454

/Christine Casey/

Date:

10/09/2012

Total Attachments: 19

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release") is made as of October 9, 2012 ("Effective Date") by and between Wells Fargo Bank, National Association, successor in interest to Congress Financial Corporation ("Secured Party"), and Collective Licensing International, LLC, successor in interest to Airwalk International, LLC, successor by merger to Items International, Inc., ("Debtor").

WHEREAS, Secured Party is the holder of a certain security interests and amended agreements thereto, granting a security interest in certain trademarks, including without limitation (a) Trademark Collateral Assignment and Security Agreement dated December 17, 1998 and recorded with the U.S. Patent and Trademark Office ("USPTO") on December 23, 1998, at reel/frame number 1833/0001; (b) Amendment to Trademark Collateral Assignment and Security Agreement dated July 1, 1999 and recorded with the USPTO on July 29, 1999 at reel/frame number 1940/0001; (c) Second Amendment to Trademark Collateral Assignment and Security Agreement dated November 20, 2000 and recorded with the USPTO on December 4, 2000, at reel/frame number 2185/0570; and (d) Third Amendment to Trademark Collateral Assignment and Security Agreement dated October 15, 2003 and recorded with the USPTO on October 20, 2003, at reel/frame number 2846/0467 (collectively, the "Trademark Security Agreements");

WHEREAS, Debtor has paid all of its outstanding indebtedness to Secured Party; and

WHEREAS, Secured Party desires to terminate all such security interests, and to execute and deliver to Debtor all deeds, assignments and other instruments as may be reasonably necessary to release the security interests relating to the trademarks, and registrations and applications to register the foregoing, set forth in the Trademark Security Agreements, which trademarks include those identified on Schedule A annexed hereto and made a part hereof (the "Trademarks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Secured Party hereby terminates the Trademark Security Agreements, and hereby terminates, cancels and releases any and all security interests it has in, upon and against the Trademarks.

Secured Party represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Trademarks; (iii) it has not recorded or otherwise evidenced its security interest with respect to any trademark, or registration of or application to register any trademark, or any trade name, other than those Trademarks set forth on Schedule A (attached hereto), in any jurisdiction throughout the world, other than such filings made in the USPTO.

Secured Party shall, at Debtor's expense, take all further actions, and provide to Debtor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Debtor to more fully and effectively effectuate the purposes of this Release.

[Signature Page to Follow]

IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized signatory as of the date first above written.

**WELLS FARGO BANK, NATIONAL
ASSOCIATION** (as successor in interest to Congress
Financial Corporation)

By: 

Name: Cory Loftus

Title: Director

[Signature Page to Release of Security Interest in Trademarks]

**TRADEMARK
REEL: 004877 FRAME: 0457**

Schedule A

1	Serial #:	<u>73633369</u>	Filing Dt:	12/03/1986	Reg #:	<u>1450940</u>	Reg. Dt:	08/04/1987
	Mark:							
2	Serial #:	<u>74106955</u>	Filing Dt:	10/18/1990	Reg #:	<u>1695396</u>	Reg. Dt:	06/16/1992
	Mark:	AIRWALKERS						
3	Serial #:	<u>74269022</u>	Filing Dt:	04/24/1992	Reg #:	NONE	Reg. Dt:	
	Mark:	ZIPAX						
4	Serial #:	<u>74680384</u>	Filing Dt:	05/26/1995	Reg #:	<u>2543643</u>	Reg. Dt:	03/05/2002
	Mark:	FREERIDE						
5	Serial #:	<u>74680400</u>	Filing Dt:	05/26/1995	Reg #:	NONE	Reg. Dt:	
	Mark:	HALFPIPE						
6	Serial #:	<u>74680549</u>	Filing Dt:	05/26/1995	Reg #:	<u>2667463</u>	Reg. Dt:	12/31/2002
	Mark:	EXTREME						
7	Serial #:	<u>74680840</u>	Filing Dt:	05/30/1995	Reg #:	<u>2016502</u>	Reg. Dt:	11/12/1996
	Mark:	SCRUB						
8	Serial #:	<u>75064466</u>	Filing Dt:	02/27/1996	Reg #:	<u>2102164</u>	Reg. Dt:	09/30/1997
	Mark:	FORMAT						
9	Serial #:	<u>75065717</u>	Filing Dt:	02/29/1996	Reg #:	<u>2152877</u>	Reg. Dt:	04/21/1998
	Mark:	A						
10	Serial #:	<u>75088514</u>	Filing Dt:	04/15/1996	Reg #:	<u>2201763</u>	Reg. Dt:	11/03/1998
	Mark:	TERRAIN						
11	Serial #:	<u>75093074</u>	Filing Dt:	04/23/1996	Reg #:	<u>2042013</u>	Reg. Dt:	03/04/1997
	Mark:	A						
12	Serial #:	<u>75093475</u>	Filing Dt:	04/24/1996	Reg #:	<u>2166302</u>	Reg. Dt:	06/16/1998
	Mark:							
13	Serial #:	<u>75106065</u>	Filing Dt:	05/17/1996	Reg #:	<u>2175424</u>	Reg. Dt:	07/21/1998
	Mark:	QUAD						
14	Serial #:	<u>75175068</u>	Filing Dt:	10/01/1996	Reg #:	<u>2091338</u>	Reg. Dt:	08/26/1997
	Mark:	A						
15	Serial #:	<u>75203603</u>	Filing Dt:	11/25/1996	Reg #:	NONE	Reg. Dt:	
	Mark:	CYBERLETIC						
16	Serial #:	<u>75245030</u>	Filing Dt:	02/21/1997	Reg #:	NONE	Reg. Dt:	
	Mark:	PROCESS						
17	Serial #:	<u>75337298</u>	Filing Dt:	08/07/1997	Reg #:	NONE	Reg. Dt:	
	Mark:							

18 **Serial #:** 75349051 **Filing Dt:** 08/29/1997 **Reg #:** NONE **Reg. Dt:**
 Mark:

19 **Serial #:** 75388389 **Filing Dt:** 11/12/1997 **Reg #:** 2588714 **Reg. Dt:** 07/02/2002
 Mark: A

20 **Serial #:** 75389100 **Filing Dt:** 11/12/1997 **Reg #:** 2317667 **Reg. Dt:** 02/15/2000
 Mark: A

21 **Serial #:** 75433192 **Filing Dt:** 02/12/1998 **Reg #:** 2286586 **Reg. Dt:** 10/12/1999
 Mark: SERIES A-1

22 **Serial #:** 75551162 **Filing Dt:** 09/10/1998 **Reg #:** NONE **Reg. Dt:**
 Mark: CASUAL TECH

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1 **Serial #:** 73633369 **Filing Dt:** 12/03/1986 **Reg #:** 1450940 **Reg. Dt:** 08/04/1987
 Mark:

2 **Serial #:** 73633370 **Filing Dt:** 12/03/1986 **Reg #:** 1511840 **Reg. Dt:** 11/08/1988
 Mark: AIRWALK

3 **Serial #:** 73647974 **Filing Dt:** 03/05/1987 **Reg #:** 1461057 **Reg. Dt:** 10/13/1987
 Mark: FLIGHT-GEAR

4 **Serial #:** 73683404 **Filing Dt:** 09/10/1987 **Reg #:** 1482837 **Reg. Dt:** 03/29/1988
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5 **Serial #:** 74106955 **Filing Dt:** 10/18/1990 **Reg #:** 1695396 **Reg. Dt:** 06/16/1992
 Mark: AIRWALKERS

6 **Serial #:** 74222537 **Filing Dt:** 11/18/1991 **Reg #:** 1708349 **Reg. Dt:** 08/18/1992
 Mark: BOMBATO

7 **Serial #:** 74669433 **Filing Dt:** 05/03/1995 **Reg #:** NONE **Reg. Dt:**
 Mark: OBLIQUE

8 **Serial #:** 74680384 **Filing Dt:** 05/26/1995 **Reg #:** 2543643 **Reg. Dt:** 03/05/2002
 Mark: FREERIDE

9 **Serial #:** 74680400 **Filing Dt:** 05/26/1995 **Reg #:** NONE **Reg. Dt:**
 Mark: HALFPIPE

10 **Serial #:** 74680548 **Filing Dt:** 05/26/1995 **Reg #:** NONE **Reg. Dt:**
 Mark: EVOLUTION

11 **Serial #:** 74680549 **Filing Dt:** 05/26/1995 **Reg #:** 2667463 **Reg. Dt:** 12/31/2002
 Mark: EXTREME

12 **Serial #:** 74680840 **Filing Dt:** 05/30/1995 **Reg #:** 2016502 **Reg. Dt:** 11/12/1996

Mark: SCRUB
 13 **Serial #:** 74680841 **Filing Dt:** 05/30/1995 **Reg #:** 2587005 **Reg. Dt:** 07/02/2002
Mark: ADVANTAGE
 14 **Serial #:** 75064466 **Filing Dt:** 02/27/1996 **Reg #:** 2102164 **Reg. Dt:** 09/30/1997
Mark: FORMAT
 15 **Serial #:** 75065717 **Filing Dt:** 02/29/1996 **Reg #:** 2152877 **Reg. Dt:** 04/21/1998
Mark: A
 16 **Serial #:** 75070923 **Filing Dt:** 02/28/1996 **Reg #:** 2109810 **Reg. Dt:** 10/28/1997
Mark: AIRWALK
 17 **Serial #:** 75088512 **Filing Dt:** 04/15/1996 **Reg #:** 2159422 **Reg. Dt:** 05/19/1998
Mark: ACCESS
 18 **Serial #:** 75088513 **Filing Dt:** 04/15/1996 **Reg #:** NONE **Reg. Dt:**
Mark: BOUNDARY
 19 **Serial #:** 75088514 **Filing Dt:** 04/15/1996 **Reg #:** 2201763 **Reg. Dt:** 11/03/1998
Mark: TERRAIN
 20 **Serial #:** 75093074 **Filing Dt:** 04/23/1996 **Reg #:** 2042013 **Reg. Dt:** 03/04/1997
Mark: A
 21 **Serial #:** 75093475 **Filing Dt:** 04/24/1996 **Reg #:** 2166302 **Reg. Dt:** 06/16/1998
Mark:
 22 **Serial #:** 75106065 **Filing Dt:** 05/17/1996 **Reg #:** 2175424 **Reg. Dt:** 07/21/1998
Mark: QUAD
 23 **Serial #:** 75175068 **Filing Dt:** 10/01/1996 **Reg #:** 2091338 **Reg. Dt:** 08/26/1997
Mark: A
 24 **Serial #:** 75203603 **Filing Dt:** 11/25/1996 **Reg #:** NONE **Reg. Dt:**
Mark: CYBERLETIC
 25 **Serial #:** 75245030 **Filing Dt:** 02/21/1997 **Reg #:** NONE **Reg. Dt:**
Mark: PROCESS
 26 **Serial #:** 75258771 **Filing Dt:** 03/17/1997 **Reg #:** NONE **Reg. Dt:**
Mark: LATCH
 27 **Serial #:** 75269022 **Filing Dt:** 03/17/1997 **Reg #:** 2281965 **Reg. Dt:** 09/28/1999
Mark: JACK
 28 **Serial #:** 75335526 **Filing Dt:** 08/04/1997 **Reg #:** NONE **Reg. Dt:**
Mark: EASY
 29 **Serial #:** 75337298 **Filing Dt:** 08/07/1997 **Reg #:** NONE **Reg. Dt:**
Mark:

30 Serial #: 75349051 Filing Dt: 08/29/1997 Reg #: NONE Reg. Dt:
Mark:

31 Serial #: 75388389 Filing Dt: 11/12/1997 Reg #: 2588714 Reg. Dt: 07/02/2002
Mark: A

32 Serial #: 75389100 Filing Dt: 11/12/1997 Reg #: 2317667 Reg. Dt: 02/15/2000
Mark: A

33 Serial #: 75433192 Filing Dt: 02/12/1998 Reg #: 2286586 Reg. Dt: 10/12/1999
Mark: SERIES A-1

34 Serial #: 75551162 Filing Dt: 09/10/1998 Reg #: NONE Reg. Dt:
Mark: CASUAL TECH

35 Serial #: 75595260 Filing Dt: 11/25/1998 Reg #: 2314004 Reg. Dt: 02/01/2000
Mark: AIRWALK

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1 Serial #: 73709463 Filing Dt: 02/03/1988 Reg #: 1508306 Reg. Dt: 10/11/1988
Mark: ITEMS INTERNATIONAL

2 Serial #: 76132784 Filing Dt: 09/21/2000 Reg #: NONE Reg. Dt:
Mark:

3 Serial #: 76132785 Filing Dt: 09/21/2000 Reg #: 2600366 Reg. Dt: 07/30/2002
Mark: GENETIC

4 Serial #: 76132787 Filing Dt: 09/21/2000 Reg #: 2646735 Reg. Dt: 11/05/2002
Mark: GENETIC

5 Serial #: 76132791 Filing Dt: 09/21/2000 Reg #: 2763187 Reg. Dt: 09/16/2003
Mark:

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1 Serial #: 75979697 Filing Dt: 09/21/2000 Reg #: 2619496 Reg. Dt: 09/17/2002
Mark:

2 Serial #: 76205456 Filing Dt: 02/06/2001 Reg #: 2743325 Reg. Dt: 07/29/2003
Mark: TARE 7

3 Serial #: 76246029 Filing Dt: 04/25/2001 Reg #: NONE Reg. Dt:
Mark: ETURA

4 Serial #: 76246039 Filing Dt: 04/25/2001 Reg #: 2743534 Reg. Dt: 07/29/2003
Mark: ETURA

5 Serial #: 76273565 Filing Dt: 06/19/2001 Reg #: 2538220 Reg. Dt: 02/12/2002
Mark: A

6	Serial #: <u>76304650</u> Mark:	Filing Dt: 08/23/2001	Reg #: NONE	Reg. Dt:
7	Serial #: <u>76304779</u> Mark:	Filing Dt: 08/23/2001	Reg #: NONE	Reg. Dt:
8	Serial #: <u>76320504</u> Mark: VERUS TECHNOLOGY	Filing Dt: 10/01/2001	Reg #: NONE	Reg. Dt:
9	Serial #: <u>76324320</u> Mark:	Filing Dt: 10/12/2001	Reg #: <u>2578677</u>	Reg. Dt: 06/11/2002
10	Serial #: <u>76324411</u> Mark:	Filing Dt: 10/12/2001	Reg #: <u>2578679</u>	Reg. Dt: 06/11/2002
11	Serial #: <u>76324412</u> Mark:	Filing Dt: 10/12/2001	Reg #: <u>2671618</u>	Reg. Dt: 01/07/2003
12	Serial #: <u>76400419</u> Mark: A	Filing Dt: 04/25/2002	Reg #: NONE	Reg. Dt:
13	Serial #: <u>76408448</u> Mark: A	Filing Dt: 05/15/2002	Reg #: NONE	Reg. Dt:
14	Serial #: <u>76975828</u> Mark: A	Filing Dt: 05/15/2002	Reg #: <u>2854830</u>	Reg. Dt: 06/15/2004
15	Serial #: <u>78142226</u> Mark:	Filing Dt: 07/09/2002	Reg #: NONE	Reg. Dt:
16	Serial #: <u>78169347</u> Mark: AIRWALK	Filing Dt: 09/30/2002	Reg #: <u>3325504</u>	Reg. Dt: 10/30/2007
17	Serial #: <u>78169354</u> Mark: A	Filing Dt: 09/30/2002	Reg #: NONE	Reg. Dt:
18	Serial #: <u>78193475</u> Mark: AIRWALK	Filing Dt: 12/11/2002	Reg #: NONE	Reg. Dt:

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(Schedules to R/F 1833/0001 and R/F 1940-0001 attached)

EXHIBIT A
TO TRADEMARK COLLATERAL ASSIGNMENT
AND SECURITY INTEREST
ITEMS INTERNATIONAL, INC.

TRADEMARK REGISTRATIONS & PENDING APPLICATIONS IN CANADA

MARK	APPL. NO./REG. NO.	FILING DATE/REG. DATE	INT. CLASS/GOODS
AIRWALK	Reg. No. 346510	Registered: 10/14/1988	Shoes, namely athletic and exercise shoes.
AIRWALK	Appl. for the Extension of Reg. No. 346510	Filed: 06/18/1996	Outerwear; namely, shirts, shorts, jackets, coats, pants, sweaters, sweatshirts, sweatpants, sweatsuits, warm-up suits, swimwear, socks, belts, suspenders and hats; and footwear; namely athletic shoes, casual shoes, exercise shoes, hiking boots. Sporting goods; namely snowboards, snowboard bindings, snowboard boots, leashes for snowboard boots, sport bags and backpacks.
AIRWALK	Appl. for the Extension of Reg. No. 346510	Filed: 07/14/1998	Duffle bags, attache cases, brief cases, hand bags, travelling bags, luggage and other bags sold empty.
CIRCLE A LOGO	Appl. No. 815666	Filed: 06/18/1996	Outerwear; namely, shirts, shorts, jackets, coats, pants, sweaters, sweatshirts, sweatpants, sweatsuits, warm-up suits, swimwear, socks, belts, suspenders and hats; and footwear; namely athletic shoes, casual shoes, exercise shoes, hiking boots. Sporting goods; namely

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DEC 03 '96 11:28AM LOUIS PROSPERI

TRADEMARK
REEL: 1833 FRAME: 0003

ITEMS INTERNATIONAL, INC.

TRADEMARK REGISTRATIONS & PENDING APPLICATIONS IN CANADA

MARK	APPL. NO./ REG. NO.	FILING DATE/REG. DATE	INT. CLASS/GOODS
			snowboards, snowboard bindings, snowboard boots, leashes for snowboard boots, sport bags and backpacks.
CIRCLE A LOGO	Appl. No. 894334	Filed: 07/14/1998	Duffle bags, attache cases, brief cases, hand bags, travelling bags, luggage and other bags sold empty.
A STYLIZED	Reg. No. 340768	Registered: 05/20/1988	Shoes.
MAN FANCIFUL DESIGN (RUNNING MAN)	Reg. No. 336670	Registered: 02/05/1988	Shoes.
MAN FANCIFUL DESIGN (RUNNING MAN)	Extension of Reg. No. 336670	Filed: 06/18/1996	Outerwear; namely, shirts, shorts, jackets, coats, pants, sweaters, sweatshirts, sweatpants, sweatsuits, warm-up suits, swimwear, socks, belts, suspenders and hats; and footwear; namely athletic shoes, casual shoes, exercise shoes, hiking boots. Sporting goods; namely snowboards, snowboard bindings, snowboard boots, leashes for snowboard boots, sport bags and backpacks.

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DEC 03 '98 11:25AM LOUIS PROSPERI

TRADEMARK
REEL: 1833 FRAME: 0004

ITEMS INTERNATIONAL, INC.
 TRADEMARK REGISTRATIONS & PENDING APPLICATIONS IN CANADA

MARK	APPL. NO/ REG. NO.	FILING DATE/REG. DATE	INTL. CLASS/GOODS
MAN FANCIFUL DESIGN (RUNNING MAN)	Appl. No not yet assigned. Extension of Reg. No. 336670	Filing date not yet assigned. Instructed associate to file appl. on 07/10/1998.	Duffle bags, attache cases, brief cases, hand bags, travelling bags, luggage and other bags sold empty.

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DEC 03 '98 11:29PM LOUIS PROSPERI

TRADEMARK
 REEL: 1833 FRAME: 0005

ITEMS INTERNATIONAL, INC.
 TRADEMARK REGISTRATIONS & PENDING APPLICATIONS
 IN THE UNITED KINGDOM

MARK	APPL. NO./ REG. NO.	FILING DATE/REG. DATE	INTL. CLASS/GOODS
AIRWALK	Reg. No. 1309618	Registered: 08/28/1990	25: Articles of clothing; t-shirts; footwear; all included in Class 25.
AIRWALK	Reg. No. 2102617	Registered: 06/13/1996	28: Sporting goods; snowboards, snowboard bindings, snowboard boots, leashes for snowboard boots; bags and backpacks adapted for carrying sporting articles.
A STYLIZED	Reg. No. 1310234	Registered: 06/29/1990	25: Articles of outerclothing; t- shirts; footwear; all included in class 25.
CIRCLE A LOGO	Reg. No. 2102619	Registered: 06/13/1996	25: Articles of outerwear; sportswear, swimwear, socks and belts; braces; hats; footwear; snowboard boots. 28: Sporting goods; snowboards, snowboard bindings, snowboard boots, leashes for snowboard boots; bags and backpacks adapted for carrying sporting articles.
MAN FANCIFUL DESIGN (RUNNING MAN)	Reg. No. 2102618	Registered: 06/13/1996	25: Articles of outerwear; sportswear, swimwear, socks and belts; braces; hats; footwear; snowboard boots. 28: Sporting goods; snowboards, snowboard bindings, snowboard boots, leashes for snowboard

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DEC 03 '98 11:30AM LOUIS PROSPERI

TRADEMARK
 REEL: 1833 FRAME: 0006

ITEMS INTERNATIONAL, INC.
TRADEMARK REGISTRATIONS & PENDING APPLICATIONS
IN THE UNITED KINGDOM

MARK	APPL. NO./ REG. NO.	HEING DATE/PRI DATE	INT. CLASS/GOODS
			boots; bags and backpacks adapted for carrying sporting articles.

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DEC 03 '98 11:31AM LOUIS PROSPERI

TRADEMARK
REEL: 1833 FRAME: 0007

ITEMS INTERNATIONAL, INC.
 TRADEMARK REGISTRATIONS & PENDING APPLICATIONS
 IN THE UNITED STATES

MARK	APPL. NO./ REG. NO.	FILING DATE/REG. DATE	INT. CLASS/GOODS
ACCESS	Reg. No. 2,159,422	Registered: 05/19/1998	25: Footwear, namely, snowboard boots.
ADVANTAGE	Appl. No. 74/680,841	Filed: 05/30/1995	25: Snowboard boots.
AIRWALK	Reg. No. 1,511,840	Registered: 11/08/1988	25: Athletic and exercise shoes.
AIRWALK	Reg. No. 2,109,810	Registered: 10/28/1997	25: Outerwear, namely coats, jackets, hats, shirts, pants, shorts, socks, and belts; shoes, namely mountain bike shoes, hiking boots and snowboard boots. 28: Snowboards and snowboard bindings.
AIRWALK	Appl. No. not yet assigned.	Filing Date not yet assigned (mailed 11/25/1998).	25: Footwear; namely casual shoes.
AIRWALK (CALIFORNIA STATE TRADEMARK REGISTRATION)	Reg. No. 102185	Registered: 02/03/1997	28: Sporting goods; including, but not limited to, snowboards and snowboard bindings.
AIRWALK (CALIFORNIA STATE TRADEMARK REGISTRATION)	Reg. No. 102186	Registered: 02/03/1997	18: Bags and backpacks.
AIRWALK (CALIFORNIA STATE TRADEMARK)	Reg. No. 102187	Registered: 02/03/1997	25: Snowboard boots and leashes for snowboard boots.

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DEC 03 '96 11:31PM LOUIS PROSPERI

TRADEMARK
 REEL: 1833 FRAME: 0008

ITEMS INTERNATIONAL, INC.
 TRADEMARK REGISTRATIONS & PENDING APPLICATIONS
 IN THE UNITED STATES

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DEC 03 '98 11:32AM LOUIS PROSPERI

MARK	APPL. NO. / REG. NO.	FILING DATE / REG. DATE	INT. CLASS / GOODS
REGISTRATION)			
AIRWALKERS	Reg. No. 1,695,396	Registered: 06/16/1992	25: Shoes.
HAND DESIGN FOR FOOTWEAR	Appl. No. 75/337,298	Filed: 08/07/1997	25: Footwear.
CASUAL TECH	Appl. No. 75/551,162	Filed: 09/10/1998	25: Clothing and footwear.
CIRCLE A LOGO	Reg. No. 2,042,013	Registered: 03/04/1997	25: Footwear, namely athletic shoes, casual shoes and exercise shoes.
CIRCLE A LOGO	Reg. No. 2,152,877	Registered: 04/21/1998	25: Outerwear, namely coats, jackets, hats, shirts, pants, shorts, socks, and belts; shoes, namely mountain bike shoes, hiking boots and snowboard boots. 28: Snowboards and snowboard bindings.
SCRIPT CIRCLE A	Reg. No. 2,019,338	Registered: 08/26/1997	25: Footwear and clothing, namely, shirts, shorts, jackets, coats, pants, sweaters, sweat shirts, sweat pants, sweat suits, warm-up suits, swimwear, socks, belts, suspenders and hats.
CYBERLETIC	Appl. No. 75/203,603	Filed: 11/25/1996	25: Footwear, namely shoes for

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ITEMS INTERNATIONAL, INC.
 TRADEMARK REGISTRATIONS & PENDING APPLICATIONS
 IN THE UNITED STATES

MARK	APPL. NO./ REG. NO.	FILING DATE/REG. DATE	INT. CLASS/GOODS
			use with interactive video games.
EXTREME	Appl. No. 74/680,549	Filed: 05/26/1995	25: Snowboard boots.
FORMAT	Reg. No. 2,102,164	Registered: 09/30/1997	28: Snowboards.
FREERIDE	Appl. No. 74/680,384	Filed: 05/26/1995	25: Snowboard boots.
HALPIPE	Appl. No. 74/680,400	Filed: 05/26/1995	25: Snowboard boots.
JACK	Appl. No. 74/269,022	Filed: 03/17/1997	25: Footwear; namely, snowboard boots.
MAN FANCIFUL DESIGN (RUNNING MAN)	Reg. No. 1,450,940	Registered: 08/04/1987	25: Shoes.
MAN FANCIFUL DESIGN (RUNNING MAN)	Reg. No. 2,166,302	Registered: 06/16/1998	18: All purpose athletic bags; backpacks. 25: Outerwear; namely, coats, jackets, hats, shirts, pants, shorts, socks, and belts; and footwear; namely hiking boots, snowboard boots and leashes for snowboard boots. 28: Sporting goods; namely snowboards and snowboard bindings.

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ITEMS INTERNATIONAL, INC.
 TRADEMARK REGISTRATIONS & PENDING APPLICATIONS
 IN THE UNITED STATES

MARK	APPL. NO. / REG. NO.	FILING DATE / REG. DATE	INT. CLASS / GOODS
OVAL A LOGO	Appl. No. 75/389,100	Filed: 11/12/1997	25: Footwear; namely, athletic shoes, casual shoes, exercise shoes, hiking boots and snowboard boots; and clothing.
OVAL A LOGO	Appl. No. 75/388/389	Filed: 11/12/1997	28: Sporting goods; namely, snowboards, leashes for snowboard boots, snowboard bindings, snowboard boots, bags and backpacks.
PROCESS	Appl. No. 75/245,030	Filed: 02/21/1997	28: Snowboard boots.
QUAD	Reg. No. 2,175,424	Registered: 07/21/1998	25: Footwear; namely, snowboard boots. 28: Sporting goods; namely, snowboard bindings.
SCRUB	Reg. No. 2,016,502	Registered: 11/12/1996	25: Snowboard boots.
SERIES A-1	Appl. No. 75/433,192	Filed: 02/12/1998	28: Sporting goods, namely, snowboards, snowboard bindings, and leashes for snowboard boots.
STRIP DESIGN	Appl. No. 75/349,051	Filed: 08/29/1997	25: Footwear, namely snowboard boots.
TERRAIN	Reg. No. 2,201,763	Registered: 11/03/1998	25: Footwear, namely, snowboard boots.

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Exhibit B

**Items International, Inc. Trademark
Licensing Agreements (with Effective Dates)**

- 1 DownForce Limited (1/1/97)
- 2 DownForce Limited (1/1/99)
- 3 Snowmass Apparel Inc. (9/1/97)
- 4 Candor Hosiery Mills Inc. (9/1/97)
- 5 Track N Field Pty. Ltd. (3/1/98)
- 6 Airwalk Australia Pty. Ltd. (as of October 6, 1998)
(in process of execution)
- 7 Whitenox Limited (12/4/97) (Sublicenses exist under this Agreement to LCS
International, B.V. and Calcados Dilly, LTDA)
- 8 Itochu Corporation (2/11/97)
- 9 Rossignol Ski Co. (6/98)
- 10 Airwalk Korea - Items is negotiating with Airwalk Korea with respect to a license
for use of the trademarks in Korea. Initially, Items has permitted the individuals
with whom it is dealing to form a corporation using the name "Airwalk Korea".

Any and all amendments to any of the above are also deemed to be included herein. All of the distributors of Items International, Inc. ("Items") explicitly or implicitly have rights to use the trademarks of Items in connection with the marketing and sale of products purchased from Items and such agreements (including any amendments thereof) are deemed to be included herein.

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SCHEDULE A

TRADEMARKS

TRADEMARK	REGISTRATION NO.	APPLICATION NO.	REG DATE/ FILING DATE
ACCESS	2,159,422		5/19/98
ADVANTAGE		74/680,841	5/30/95
AIRWALK	1,511,840		11/8/88
AIRWALK	2,109,810		10/28/97
AIRWALK		75/595,260	11/25/98
AIRWALK	102185		2/3/97
AIRWALK	102186		2/3/97
AIRWALK	102187		2/3/97
AIRWALKERS	1,695,396		6/16/92
BAND DESIGN FOR FOOTWEAR		75/337,298	8/7/97
CASUAL TECH		75/551,162	9/10/98
CIRCLE A LOGO	2,042,013		3/4/97
CIRCLE A LOGO	2,152,877		4/21/98
SCRIPT CIRCLE A	2,019,338		8/26/97
CYBERLETIC		75/203,603	11/25/96
EXTREME		74/680,549	5/26/95
FORMAT	2,102,164		9/30/97
FREERIDE		74/680,384	5/26/95
HALFPIPE		74/680,400	5/26/95
JACK		74/269,022	3/17/97
MAN FANCIFUL DESIGN (RUNNING MAN)	1,450,940		8/4/87
MAN FANCIFUL DESIGN (RUNNING MAN)	2,166,302		6/16/98
OVAL A LOGO		75/389,100	11/12/97

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TRADEMARK
REEL: 004877 FRAME: 0473

TRADEMARK	REGISTRATION NO.	APPLICATION NO.	REG DATE/ FILING DATE
OVAL A LOGO		75/388/389	11/12/97
PROCESS		75/245,030	2/21/97
QUAD	2,175,424		7/21/98
SCRUB	2,016,502		11/12/96
SERIES A-1		75/433,192	2/12/98
STRIP DESIGN		75/349,051	8/29/97
TERRAIN	2,201,763		11/3/98

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RECORDED: 10/09/2012

TRADEMARK
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