

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SAUCONY, INC.		10/09/2012	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	SAUCONY IP HOLDINGS LLC		
Street Address:	9341 Courtland Drive NE		
City:	Rockford		
State/Country:	MICHIGAN		
Postal Code:	49351		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 44			
Property Type	Number	Word Mark	
Registration Number:	2987479	3D GRID	
Registration Number:	2683188	ARCH-LOCK	
Registration Number:	1170334		
Registration Number:	1131072		
Registration Number:	1124321		
Registration Number:	1561106	DRYLETE	
Registration Number:	3038430	EVERY RUNNER HAS A STORY	
Registration Number:	1678640	G.R.I.D.	
Registration Number:	3739786	GRID	
Registration Number:	2981033	GRID AURA TR	
Registration Number:	3382995	GRID EXCURSION TR	
Registration Number:	3234634	GRID PROPEL	
Registration Number:	3121889	GRID TANGENT	
Registration Number:	2981052	HRC	

TRADEMARK

Registration Number:	0711784	HYDE
Registration Number:	3375694	IMPULSE EVA
Registration Number:	3908153	KINVARA
Registration Number:	0876423	
Registration Number:	3020385	LOYAL TO THE SPORT
Registration Number:	3330503	MAKING SWEAT LOOK GOOD
Registration Number:	3095051	
Registration Number:	2910565	
Registration Number:	4094411	MOTION SENSOR
Registration Number:	3824275	
Registration Number:	3259119	PERFORMANCE SHAPE TECHNOLOGY
Registration Number:	3006522	PRO-LETE
Registration Number:	4106376	RUN FOR GOOD
Registration Number:	1318234	
Registration Number:	3957892	SAUC-FIT
Registration Number:	1356744	SAUCONY
Registration Number:	3319627	SAUCONY
Registration Number:	3824276	SAUCONY
Registration Number:	2064602	SAUCONY
Registration Number:	2964879	SAUCONY
Registration Number:	1147250	SAUCONY
Registration Number:	3101736	SRC
Registration Number:	3276217	STRETCH ZONE
Registration Number:	3163501	STRIKE GUIDE
Registration Number:	3291563	THE KILKENNY
Registration Number:	1350728	
Registration Number:	3101941	TRIGON GUIDE
Registration Number:	3030716	TRIGON RIDE
Registration Number:	3806956	VIZIPRO
Registration Number:	2811816	XT-1200

#### CORRESPONDENCE DATA

Fax Number: 4048927056

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

Phone: (404) 885-1500

**TRADEMARK**  
**REEL: 004879 FRAME: 0758**

Email: tmatlanta@seyfarth.com  
Correspondent Name: Joseph V. Myers III  
Address Line 1: 1075 Peachtree Street NE, Suite 2500  
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	69708.005007
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**DOMESTIC REPRESENTATIVE**

Name:  
Address Line 1:  
Address Line 2:  
Address Line 3:  
Address Line 4:

NAME OF SUBMITTER:	Joseph V. Myers III
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Signature:	/jvm/
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Date:	10/11/2012
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**Total Attachments: 5**

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## ASSIGNMENT

This assignment is made as of October 9, 2012 ("Effective Date"), by and between Saucony, Inc., a Massachusetts corporation, having a place of business at 191 Spring Street Lexington, Massachusetts 02421 ("Assignor"), and Saucony IP Holdings LLC, a Delaware limited liability company, having a place of business at 9341 Courtland Drive NE, Rockford, Michigan 49351 ("Assignee").

Assignor owns the trademarks identified on the attached Schedule A (collectively, the "Marks"). Assignee desires to acquire the Marks and all rights in the Marks, including the goodwill of the business associated with them, as well as any and all common law rights and all trademark and service mark registrations and applications identified on Schedule A attached hereto and made a part hereof.

For valuable consideration the receipt and sufficiency of which are hereby acknowledged, Assignor hereby conveys, transfers and assigns to Assignee all rights, title and interest in and to the Marks, including, but not limited to, all common law rights and all registrations and applications identified on attached Schedule A, together with the goodwill of the business symbolized thereby. Assignors further assigns to Assignee all rights to sue for and receive all damages occurring from past infringing uses of the Marks.

Assignor agrees that at any time and from time to time after execution of this assignment, at the request of Assignee and without further consideration, Assignor will execute and deliver such other instruments and take such action as Assignee may reasonably request to transfer, convey and assign to Assignee, and to confirm Assignee's right, title and interest in and to the Marks and to assist Assignee in exercising all rights with respect to the Marks.

Nothing in this assignment, express or implied, is intended or will be construed to confer upon, or give to, any person or entity, other than the parties to this assignment, any rights,

remedies, obligations or liabilities. This assignment will bind and inure to Assignee and Assignor and their respective successors and assigns. This assignment may be executed in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one and the same.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the date first set forth.

<b>SAUCONY, INC.</b>  By: <u>Timothy E. Foley</u> Name: Timothy E. Foley Title: Assistant Secretary	STATE OF <u>Michigan</u> ) COUNTY OF <u>Kent</u> ) ss:  Subscribed and sworn to before me on the <u>9</u> th day of <u>October</u> , 2012. Notary Public <u>Stephanie J. Hieshetter</u> My commission expires <u>3-6-2015</u>
<b>SAUCONY IP HOLDINGS LLC</b>  By: <u>Kenneth A. Grady</u> Name: Kenneth A. Grady Title: Vice President and Assistant Secretary	STATE OF <u>Michigan</u> ) COUNTY OF <u>Kent</u> ) ss:  Subscribed and sworn to before me on the <u>9</u> th day of <u>October</u> , 2012. Notary Public <u>Stephanie J. Hieshetter</u> My commission expires <u>3-6-2015</u>

STEPHANIE J. HIESHETTER  
NOTARY PUBLIC, STATE OF MI  
COUNTY OF KENT  
MY COMMISSION EXPIRES Mar 6, 2015  
ACTING IN COUNTY OF Kent

**EXHIBIT A**

<b>MARK</b>	<b>COUNTRY</b>	<b>STATUS</b>	<b>FILING DATE</b>	<b>FILING NO.</b>	<b>REG. DATE</b>	<b>REG. NO.</b>
3D GRID	United States	Registered	5/14/2004	78418650	8/23/2005	2987479
ARCH-LOCK	United States	Registered	3/8/2002	76380735	2/4/2003	2683188
Circle Logo with Three Dots	United States	Registered	3/20/1980	73254752	9/22/1981	1170334
DESIGN	United States	Registered	3/31/1975	73/048162	2/19/1980	1131072
Design (Three-Hole Overlay)	United States	Registered	10/31/1977	146768	8/21/1979	1124321
DRYLETE	United States	Registered	3/3/1989	73/784357	10/17/1989	1561106
EVERY RUNNER HAS A STORY	United States	Registered	5/6/2004	78414312	1/3/2006	3038430
G.R.I.D.	United States	Registered	3/11/1991	74145891	3/10/1992	1678640
GRID	United States	Registered	6/18/2009	77763033	1/19/2010	3739786
GRID AURA TR	United States	Registered	4/15/2004	78402487	8/2/2005	2981033
GRID EXCURSION TR	United States	Registered	10/25/2005	78739994	2/12/2008	3382995
GRID PROPEL	United States	Registered	1/27/2005	78555137	4/24/2007	3234634
GRID TANGENT	United States	Registered	10/13/2004	78499233	7/25/2006	3121889
HRC	United States	Registered	5/6/2004	78414419	8/2/2005	2981052
HYDE	United States	Registered	12/14/1959	72087232	2/28/1961	711784
IMPULSE EVA	United States	Registered	5/30/2007	77/193355	1/29/2008	3375694
KINVARA	United States	Registered	7/20/2010	85088829	1/18/2011	3908153
LOGO OF 3 DOT OVERLAY	United States	Registered	12/6/1966	72/260158	9/9/1969	0876423
LOYAL TO THE SPORT	United States	Registered	9/7/2004	78479613	11/29/2005	3020385
MAKING SWEAT LOOK GOOD	United States	Registered	1/29/2004	78359374	11/6/2007	3330503
Miscellaneous Design	United States	Registered	10/20/2004	78502850	5/23/2006	3095051

<b>MARK</b>	<b>COUNTRY</b>	<b>STATUS</b>	<b>FILING DATE</b>	<b>FILING NO.</b>	<b>REG. DATE</b>	<b>REG. NO.</b>
Miscellaneous Design	United States	Registered	6/19/2003	78264699	12/14/2004	2910565
MOTION SENSOR	United States	Registered	9/29/2010	85141455	1/31/2012	4094411
NEW RIVER LOGO Design	United States	Registered	11/11/2009	77870459	7/27/2010	3824275
PERFORMANCE SHAPE TECHNOLOGY	United States	Registered	3/4/2004	78378782	7/3/2007	3259119
PROLETE	United States	Registered	10/20/2003	78315706	10/11/2005	3006522
RUN FOR GOOD	United States	Registered	8/10/2010	85104625	2/28/2012	4106376
S Logo with Three Holes	United States	Registered	9/27/1982	73389569	2/5/1985	1318234
SAUC-FIT	United States	Registered	11/15/2010	85176773	5/10/2011	3957892
SAUCONY & Circle Logo	United States	Registered	9/16/1983	73444004	8/27/1985	1356744
SAUCONY & Design (Stylized)	United States	Registered	10/20/2004	78502826	10/23/2007	3319627
SAUCONY & New River Logo	United States	Registered	11/11/2009	77870486	7/27/2010	3824276
SAUCONY & River Logo	United States	Registered	11/3/1995	75014474	5/27/1997	2064602
SAUCONY	United States	Registered	8/26/2002	78157825	7/5/2005	2964879
SAUCONY (stylized)	United States	Registered	1/24/1979	73201269	2/17/1981	1147250
SRC	United States	Registered	4/15/2004	78402494	6/6/2006	3101736
STRETCH ZONE	United States	Registered	5/14/2004	78418649	8/7/2007	3276217
STRIKE GUIDE	United States	Registered	4/15/2004	78402489	10/24/2006	3163501
THE KILKENNY	United States	Registered	10/19/2004	78502136	9/11/2007	3291563
Three Hole Logo	United States	Registered	3/29/1984	73472832	7/23/1985	1350728
TRIGON GUIDE	United States	Registered	8/4/2004	78461874	6/6/2006	3101941
TRIGON RIDE	United States	Registered	8/4/2004	78461881	12/13/2005	3030716

<b>MARK</b>	<b>COUNTRY</b>	<b>STATUS</b>	<b>FILING DATE</b>	<b>FILING NO.</b>	<b>REG. DATE</b>	<b>REG. NO.</b>
VIZIPRO	United States	Registered	11/17/2009	77874149	6/22/2010	3806956
XT-1200	United States	Registered	9/18/2002	78/165405	2/3/2004	2811816