

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RETAIL CONCEPTS, INC.		12/07/2012	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	HSBC BANK USA, NATIONAL ASSOCIATION
Street Address:	452 FIFTH AVENUE
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	BANK: UNITED STATES

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1400439	CHALET
Registration Number:	1472353	ULTRA SOX
Registration Number:	1495530	SUN & SKI SPORTS
Registration Number:	1524956	SKI CHALET
Registration Number:	1621324	GLISSE
Registration Number:	2443612	THERMOTECH
Registration Number:	2627224	PATIO PLACE
Registration Number:	2584844	B360
Registration Number:	2718647	PATIO STOP
Registration Number:	2703883	SKI STOP
Registration Number:	3673580	THERMOTECH
Registration Number:	3544761	RAILHEAD
Registration Number:	3825892	C360
Registration Number:	3955806	B360

OP \$465.00 1400439

Registration Number:	4161980	MOUNTAIN TEK
Registration Number:	4165456	B360
Serial Number:	85623499	CHALET SKI AND PATIO
Serial Number:	85691635	SUN & SKI

CORRESPONDENCE DATA

Fax Number: 8004947512
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 2023704761
Email: tfahey@nationalcorp.com
Correspondent Name: Thomas Fahey
Address Line 1: 1100 G Street NW, Suite 420
Address Line 2: National Corporate Research, Ltd.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	F142533
NAME OF SUBMITTER:	ANDREW NASH
Signature:	/ANDREW NASH/
Date:	12/10/2012

Total Attachments: 4
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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Retail Concepts, Inc., a Texas Corporation (the "Grantor"), hereby grants to HSBC BANK USA, NATIONAL ASSOCIATION (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of December 7, 2012 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 7th
day of December, 2012.


RETAIL CONCEPTS, INC., as Grantor

By: *F. J. Stanley*
Name: Frank Stanley
Title: Co-CEO and Chief Financial Officer

Signature Page to Trademark Security Agreement

TRADEMARK
REEL: 004916 FRAME: 0124

HSBC BANK USA, NATIONAL ASSOCIATION,
as Grantee

By: 
Name: Robert F. Mello
Title: Vice President

Schedule A

Trademarks and Trademark Licenses

Mark (Reg. No. /Ser. No.)	Application Number	Registration Number
CHALET	73565454	1400439
ULTRA SOX	73565455	1472353
SUN & SKI SPORTS	73691474	1495530
SKI CHALET	73727604	1524956
GLISSE	73825444	1621324
THERMOTECH	75189346	2443612
PATIO PLACE	76026363	2627224
B360	76187004	2584844
PATIO STOP	76312416	2718647
SKI STOP	76312417	2703883
THERMOTECH	77225024	3673580
RAILHEAD	77344401	3544761
C360	77608729	3825892
B360	77959641	3955806
MOUNTAIN TEK	85252527	4161980
B360	85252530	4165456
CHALET SKI AND PATIO	85623499	
SUN & SKI	85691635	