TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM310132

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank		07/07/2014	National Association:

RECEIVING PARTY DATA

Name:	Brookstone Company, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone International Holdings, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone Holdings, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone Purchasing, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054

OP $2990.00 3241447

Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone Properties, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone Puerto Rico, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone Stores, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Gardeners Eden, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	Brookstone Military Sales, Inc.
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	CORPORATION: NEW HAMPSHIRE
Name:	BNM, LLC
Street Address:	One Innovation Way
City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	LIMITED LIABILITY COMPANY: NEW HAMPSHIRE
Name:	Big Blue Audio LLC
Street Address:	One Innovation Way

City:	Merrimack
State/Country:	NEW HAMPSHIRE
Postal Code:	03054
Entity Type:	LIMITED LIABILITY COMPANY: NEW HAMPSHIRE

PROPERTY NUMBERS Total: 119

Property Type	Number	Word Mark
Registration Number:	3241447	B B B B
Registration Number:	3957422	A WORLD OF INNOVATION
Registration Number:	3228401	AAC ADVANCED AUDIO CONCEPTS LTD.
Registration Number:	2961267	ACOUSTICLEAR
Registration Number:	2979269	ACOUSTICLEAR
Registration Number:	3383961	ADVANCED AUDIO CONCEPTS
Registration Number:	3359422	ALWAYS PERFECT
Registration Number:	2970018	AQUA-JET FOOT SPA
Registration Number:	3074744	BBQ 365
Registration Number:	3656954	BE
Registration Number:	3227975	BEAMBAG
Registration Number:	3455021	BETTER THAN DOWN
Registration Number:	3821479	BETTER THAN DOWN
Registration Number:	3927607	BIOSENSE
Registration Number:	3638574	BIOSENSE
Registration Number:	3216587	BOB
Registration Number:	3797387	BODYFORM
Registration Number:	3344896	BOOMBUCKET
Registration Number:	3132487	BROOKSTONE
Registration Number:	3133174	BROOKSTONE
Registration Number:	2334207	BROOKSTONE
Registration Number:	1386424	BROOKSTONE
Registration Number:	1338831	BROOKSTONE
Registration Number:	3583382	BROOKSTONE
Registration Number:	3751756	BROOKSTONE
Registration Number:	1270358	BROOKSTONE
Registration Number:	3582970	BROOKSTONE
Registration Number:	3546668	BROOKSTONE
Registration Number:	3993205	BROOKSTONE
Registration Number:	3221376	BROOKSTONE NAP
Registration Number:	3219644	CALMING VISIONS
Registration Number:	3893982	CANDYMAN
Registration Number:	3217195	CLEANER. FASTER. BETTER.

Property Type	Number	Word Mark
Registration Number:	3194172	COLOR-CALL
Registration Number:	3243049	COLORSMART
Registration Number:	3062430	COOL IT
Registration Number:	2958390	EASYCHECK
Registration Number:	2998250	EASYCHECK
Registration Number:	3931127	ECOPAD
Registration Number:	3893407	E-PAD
Registration Number:	3411623	E-PAD
Registration Number:	2945245	FILL YOUR HOME WITH SOUND, NOT EQUIPMENT
Registration Number:	2973860	FOM
Registration Number:	3026500	FÖM
Registration Number:	2919014	FOM BODY
Registration Number:	2922971	FÖM SPÖRT
Registration Number:	3059962	FÖM TRÄVEL
Registration Number:	3670508	FORMULA 210
Registration Number:	3670510	FORMULA 210
Registration Number:	3534128	GIFT OF INNOVATION
Registration Number:	2973780	GREAT SPEAKERS SHOULD BE HEARD, NOT SEEN
Registration Number:	2678254	GRILL ALERT
Registration Number:	3797384	HEAR TOGETHER
Registration Number:	3492448	ICONVERT
Registration Number:	3528933	IDESIGN
Registration Number:	3344858	INEED
Registration Number:	3129610	IPILLOW
Registration Number:	3928539	MAX
Registration Number:	3252969	MICROBEAM
Registration Number:	3928541	MIGHTY MAX
Registration Number:	3237068	MINIMAX
Registration Number:	3429933	MY LIFE DIGITAL PICTURE SHOW
Registration Number:	3241960	N-A-P
Registration Number:	3239801	N-A-P
Registration Number:	3132198	NAP
Registration Number:	3557395	N-A-P
Registration Number:	3557391	NAP
Registration Number:	3241962	NAP - FORM
Registration Number:	3241961	NAPFORM
Registration Number:	3071112	NAPSOFT
Registration Number:	3045191	P'ARTINI
Registration Number:	3937123	POWERPLATE

Property Type	Number	Word Mark
Registration Number:	2982941	PURE ION
Registration Number:	2964988	PURE-ION
Registration Number:	3044443	RELAXATION ZONE
Registration Number:	1778378	SP"AIR" BED
Registration Number:	3048566	SMART PRESSURE
Registration Number:	2986441	S'MARTINI
Registration Number:	3113150	SOFTSOUND
Registration Number:	3348169	SONGCUBE
Registration Number:	3294536	SONGPAK
Registration Number:	3285356	SONGPLAY
Registration Number:	3259552	SONGSPACE
Registration Number:	3273043	SONGSTICK
Registration Number:	3610226	SONGVIEW
Registration Number:	2968457	SOUNDSHIELD
Registration Number:	2945244	SOUNDSHIELD
Registration Number:	3604180	STEAM BUG
Registration Number:	3936473	THE GIFT EXPERTS
Registration Number:	3157892	THERASPA
Registration Number:	3728004	TIMESMART
Registration Number:	3557408	TOUCH NAP FEEL GOOD
Registration Number:	3557409	TOUCH NAP FEEL GOOD
Registration Number:	3554070	TOUCH SLEEP REVIVE
Registration Number:	2926365	TUNE OUT THE NOISE. TUNE IN THE MUSIC.
Registration Number:	2925079	TWIN SENSATIONS
Registration Number:	2924422	TWIN SENSATIONS
Registration Number:	3530118	WEATHER WRAP
Registration Number:	2980881	WHAT FUN FEELS LIKE
Registration Number:	3392664	WINK
Registration Number:	3004474	XPRESSCHECK
Serial Number:	85218841	THERASPA
Serial Number:	85242249	WHATTHEFUN
Serial Number:	85331746	BIG BLUE AUDIO
Serial Number:	85407437	BIG BLUE AUDIO
Serial Number:	85407476	BIG BLUE AUDIO
Serial Number:	85380694	KITTYSAN
Serial Number:	85331788	PUPPYSAN
Serial Number:	85218853	SMART THRONE
Serial Number:	85376969	BROOKSTONE DESIGN USA
Serial Number:	77180656	DREAM

Property Type	Number	Word Mark
Serial Number:	85421452	FIGHT THE SILENCE
Serial Number:	85387861	N'ICE CUBES
Serial Number:	85411990	POWER. PAIR. PLAY.
Serial Number:	85331777	QUEBZ
Serial Number:	85412689	XL AUDIO
Serial Number:	85502210	B
Serial Number:	85502306	FLIP
Serial Number:	85502265	RETRO

CORRESPONDENCE DATA

Fax Number:

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

Email: ssexton@kslaw.com

Correspondent Name: King & Spalding

Address Line 1: 1180 Peachtree Street NE

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	09637.233040
NAME OF SUBMITTER:	Sally Sexton
SIGNATURE:	/sallysexton/
DATE SIGNED:	07/09/2014

Total Attachments: 15

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RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Release of Intellectual Property Security Agreement (this "Release") is made as of July 7, 2014, by Wells Fargo Bank, National Association, a National Banking Association, in its capacity as Collateral Agent under (and as defined in) the Security Agreement referred to below (the "Secured Party") for the benefit of Brookstone, Inc. (Delaware corporation), Brookstone Company, Inc. (New Hampshire corporation), Brookstone International Holdings, Inc. (New Hampshire corporation), Brookstone Holdings, Inc. (New Hampshire corporation), Brookstone Properties, Inc. (New Hampshire corporation), Brookstone Purchasing, Inc. (New Hampshire corporation), Brookstone Retail Puerto Rico, Inc. (Puerto Rico corporation), Brookstone Stores, Inc. (New Hampshire corporation), Gardeners Eden, Inc. (New Hampshire corporation), Brookstone Military Sales, Inc. (New Hampshire corporation), Big Blue Audio LLC (New Hampshire limited liability company), and BNM, LLC (New Hampshire limited liability company), (collectively, the "Debtors"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement.

W I T N E S S E T H:

WHEREAS, the Debtors and the Secured Party are parties to that certain Intellectual Property Security Agreement dated as of December 30, 2011 (as amended, restated or otherwise modified through the date hereof, the "Security Agreement"), pursuant to which the Debtors have granted to the Secured Party a security interest in, among other things, certain Trademarks and Trademark Licenses, including the Trademarks set forth on Schedule I hereto;

WHEREAS, the Security Agreement was recorded in the United States Patent and Trademark Office at Reel 4700 and Frame 0397 on December 30, 2011; and

WHEREAS, the Debtors have requested that the Secured Party release, and the Secured Party is willing to release the entirety of, subject to the terms hereof, its security interest, and claims of security interest, in the Trademark Collateral (as defined below).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby agrees as follows:

1. The Secured Party does hereby terminate, release and discharge the entirety of any and all security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Security Agreement to the following assets (the "Trademark Collateral"):

(a) all United States, and foreign trademarks, trade names, corporate names, company names, business names, fictitious business names, Internet domain names, service marks, certifications marks, collective marks, logos, other source or business identifiers, designs and general intangibles of a like nature, all registrations and applications for any of the foregoing, including, but not limited to: (i) the registrations and applications referred to on Schedule I hereto, (ii) all extension and renewals of any of the foregoing, (iii) all the goodwill of the business connected with the use of and symbolized by the foregoing, (iv) the right to sue for past, present and future infringements or dilution of any of the foregoing or for any injury to goodwill, and (v) all

Proceeds of the foregoing, including, without limitation, licenses, royalties, income, payments, claims, damages, and proceeds of suit (collectively, "Trademarks"); and

(b) any and all agreements providing for the granting of any right in or to Trademarks (whether the Debtors are licensee or licensor thereunder) including those referred to in Schedule I hereto.

(c) any right, title or interest of the Secured Party in such Trademark Collateral shall hereby terminate, cease and become void. The Secured Party hereby assigns, transfers and conveys any and all right, title or interest of the Secured Party in such Trademark Collateral to the Debtors.

2. The Secured Party hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts, at the Debtors' sole cost and expense, as may be necessary in the reasonable determination of the Debtors to affect the release of the Trademark Collateral contemplated hereby.

3. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

4. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the Commonwealth of Massachusetts.

TRADEMARK
REEL: 005319 FRAME: 0286

IN WITNESS WHEREOF, the undersigned has caused this Release of Intellectual Property Security Agreement to be executed and delivered as of the date first written above.

WELLS FARGO BANK, NATIONAL ASSOCIATION

By: _____
Name: Peter Foley
Title: Director

[SIGNATURE PAGE TO RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT]

SCHEDULE I

Trademark Registrations and Applications

See attached

Exhibit C
Trademarks

Trademark Registrations and Applications

See attached list "Schedules III (d) and (e)".

Material Inbound Licensed Trademarks

Made for iPod License dated March 24, 2006 between Apple Computer, Inc. and Brookstone Company, Inc., as supplemented from time to time through the date hereof.

Schedules III (d)

Status	Owner	Mark	Application Type	Intl Class(es)	Application Serial No.	Filing Date	Registration No.	Registration Date
Registered	Brookstone Company, Inc.	48s Logo	Logo	9, 35	78/736,844	Oct-20-05	3,241,447	May-15-07
Registered	Brookstone Company, Inc.	A World of Innovation	Word	9, 10, 20, 28, 35	85/123,966	Sep-7-10	3,957,422	May-10-11
Registered	Brookstone Company, Inc.	AAC Advanced Audio Concepts Ltd	Logo	9	78/304,680	Sep-24-03	3,228,401	Apr-10-07
Registered	Brookstone Purchasing, Inc.	AcoustiClear	Word	9	78/300,800	Sep-16-03	2,961,267	Jun-7-05
Registered	Brookstone Purchasing, Inc.	AcoustiClear	Logo	9	78/301,454	Sep-17-03	2,979,269	Jul-26-05
Registered	Brookstone Company, Inc.	Advanced Audio Concepts	Word	9	77/041,843	Nov-10-06	3,383,961	Feb-19-08
Registered	Brookstone Purchasing, Inc.	Always Perfect	Word	9, 21	77/180,598	May-14-07	3,359,422	Dec-25-07
Registered	Brookstone Purchasing, Inc.	Aqua-Jet Foot Spa	Word	10, 11	78/310,817	Oct-8-03	2,970,018	Jul-19-05
Registered	Brookstone Purchasing, Inc.	BBQ 365	Word	21	78/513,213	Nov-8-04	3,074,744	Mar-28-06
Registered	Brookstone Purchasing, Inc.	Be	Word	9	77/554,505	Aug-25-08	3,656,954	Jul-21-09
Registered	Brookstone Purchasing, Inc.	BeamBag	Word	11	78/947,454	Aug-8-06	3,227,975	Apr-10-07
Registered	Brookstone Purchasing, Inc.	Better Than Down	Word	20, 24	77/204,664	Jun-13-07	3,455,021	Jun-24-08
Registered	Brookstone Purchasing, Inc.	Better Than Down	Logo	20, 24	77/889,099	Dec-8-09	3,821,479	Jul-20-10

Registered	Brookstone Purchasing, Inc.	BioSense	Word	20	77/926,938	Feb-3-10	3,927,607	Mar-8-11
Registered	Brookstone Purchasing, Inc.	BioSense	Word	17	77/606,480	Nov-4-08	3,638,574	Jun-16-09
Registered	Brookstone Purchasing, Inc.	bob	Word	14	78/800,319	Jan-26-06	3,216,587	Mar-6-07
Registered	Brookstone Purchasing, Inc.	BodyForm	Word	28	77/763714	Jun-19-09	3,797,387	Jun-1-10
Registered	Brookstone Purchasing, Inc.	BoomBucket	Word	9	77/052,638	Nov-29-06	3,344,896	Nov-27-07
Registered	Brookstone Company, Inc.	Brookstone	Word	16	78/679,078	Jul-26-05	3,132,487	Aug-22-06
Registered	Brookstone Company, Inc.	Brookstone	Word	11	78/762,743	Nov-29-05	3,133,174	Aug-22-06
Registered	Brookstone Company, Inc.	Brookstone	Word	8,9,10,11, 12,14,18,2 0,21,25,28 ,35,27	75/370,322	Oct-8-97	2,334,207	Mar-28-00
Registered	Brookstone Company, Inc.	Brookstone	Word	8,9,11	73/517,075	Jan-10-85	1,386,424	Mar-18-86
Registered	Brookstone Company, Inc.	Brookstone	Word	9,16,18,20	73/425,701	May-13-83	1,338,831	Jun-4-85
Registered	Brookstone Company, Inc.	Brookstone	Word	9	77/578,017	Sep-24-08	3,583,382	Mar-3-09
Registered	Brookstone Purchasing, Inc.	Brookstone	Word	18, 25	77/777,216	Jul-9-09	3,751,756	Feb-23-10
Registered	Brookstone Company, Inc.	Brookstone	Word	42	73/370,242	Jun-17-82	1,270,358	Mar-13-84
Registered	Brookstone Company, Inc.	Brookstone	Word	3, 6, 24	77/526,084	Jul-18-08	3,582,970	Mar-3-09
Registered	Brookstone Company, Inc.	Brookstone	Word	9	77/463,140	May-1-08	3,546,668	Dec-16-08

Registered	Brookstone Company, Inc.	Brookstone	Word	9, 21, 28	85/181,947	Nov-21-10	3,993,205	Jul-12-11
Registered	Brookstone Purchasing, Inc.	Brookstone NAP	Word	20	78/578,113	Mar-2-05	3,221,376	Mar-27-07
Registered	Brookstone Purchasing, Inc.	Calming Visions	Word	9	78/734,582	Oct-17-05	3,219,644	Mar-20-07
Registered	Brookstone Purchasing, Inc.	CandyMan	Word	7	85/044,776	May-21-10	3,893,982	Dec-21-10
Registered	Brookstone Purchasing, Inc.	Cleaner. Faster. Better.	Word	11	78/728,382	Oct-6-05	3,217,195	Mar-13-07
Registered	Brookstone Purchasing, Inc.	Color-Call	Word	9	78/866,235	Apr-20-06	3,194,172	Jan-2-07
Registered	Brookstone Purchasing, Inc.	ColorSmart	Word	9	78/713,927	Sep-15-05	3,243,049	May-15-07
Registered	Brookstone Purchasing, Inc.	Cool It	Word	20	78/461,061	Aug-3-04	3,062,430	Feb-28-06
Registered	Brookstone Purchasing, Inc.	easycheck	Word	6	78/293,317	Aug-28-03	2,958,390	May-31-05
Registered	Brookstone Purchasing, Inc.	easycheck	Logo	6	78/465,913	Aug-11-04	2,998,250	Sep-20-05
Registered	Brookstone Purchasing, Inc.	EcoPad	Word	16	85/096,416	Jul-29-10	3,931,127	Mar-15-11
Registered	Brookstone Purchasing, Inc.	e-Pad	Word	16	85/028,427	May-3-10	3,893,407	Dec-21-10
Registered	Brookstone Purchasing, Inc.	e-Pad	Word	16, 20	77/262,845	Aug-23-07	3,411,623	Apr-15-08
Registered	Brookstone Purchasing, Inc.	Fill your home with sound, not equipment	Word	9	78/302,002	Sep-18-03	2,945,245	Apr-26-05
Registered	Brookstone Purchasing, Inc.	FOM	Logo	20	78/307,357	Sep-30-03	2,973,860	Jul-19-05

Registered	Brookstone Purchasing, Inc.	FOM	Word	20	78/300,838	Sep-16-03	3,026,500	Dec-13-05
Registered	Brookstone Purchasing, Inc.	FOM Body	Logo	20	78/338,397	Dec-9-03	2,919,014	Jan-18-05
Registered	Brookstone Purchasing, Inc.	FOM Sport	Logo	20	78/338,485	Dec-9-03	2,922,971	Feb-1-05
Registered	Brookstone Purchasing, Inc.	FOM Travel	Logo	20	78/338,447	Dec-9-03	3,059,962	Feb-21-06
Registered	Brookstone Purchasing, Inc.	Formula 210	Word	3	77/475,687	May-15-08	3,670,508	Aug-18-09
Registered	Brookstone Purchasing, Inc.	Formula 210	Logo	3	77/475,991	May-15-08	3,670,510	Aug-18-09
Registered	Brookstone Company, Inc.	Gift of Innovation	Word	35, 42	78/576,075	Feb-28-05	3,534,128	Nov-18-08
Registered	Brookstone Purchasing, Inc.	Great speakers should be heard, not seen	Word	9	78/301,972	Sep-18-03	2,973,780	Jul-19-05
Registered	Brookstone Purchasing, Inc.	Grill Alert	Word	9	78/111,354	Feb-27-02	2,678,254	Jan-21-03
Registered	Brookstone Purchasing, Inc.	Hear Together	Word	9	77/760,796	Jun-11-09	3,797,384	Jun-1-10
Registered	Brookstone Purchasing, Inc.	IConvert	Word	9	77/384,057	Jan-30-08	3,492,448	Aug-26-08
Registered	Brookstone Purchasing, Inc.	IDesign	Word	9	77/378,203	Jan-23-08	3,528,933	Nov-4-08
Registered	Brookstone Purchasing, Inc.	INeed	Word	10	77/027,846	Oct-24-06	3,344,858	Nov-27-07
Registered	Brookstone Purchasing, Inc.	IPillow	Word	9 & 20	78/705,971	Sep-2-05	3,129,610	Aug-15-06
Registered	Brookstone Purchasing, Inc.	Max	Word	10	85/086,666	Jul-16-10	3,928,539	Mar-8-11

Registered	Brookstone Purchasing, Inc.	Microbeam	Word	6, 11, 14, 18, & 20	78/624,328	May-5-05	3,252,969	Jun-19-07
Registered	Brookstone Purchasing, Inc.	Mighty Max	Word	11	85/086,683	Jul-16-10	3,928,541	Mar-8-11
Registered	Brookstone Purchasing, Inc.	MiniMax	Word	10, 11	78/916,565	Jun-26-06	3,237,068	May-1-07
Registered	Brookstone Purchasing, Inc.	My Life Digital Picture Show	Word	9	77/234,878	Jul-20-07	3,429,933	May-20-08
Registered	Brookstone Purchasing, Inc.	nap	Logo	24, 25	78/919,096	Jun-28-06	3,241,960	May-15-07
Registered	Brookstone Purchasing, Inc.	nap	Logo	28	78/930,806	Jul-18-06	3,239,801	May-8-07
Registered	Brookstone Purchasing, Inc.	nap	Logo	20, 24	78/584,904	Mar-10-05	3,132,198	Aug-22-06
Registered	Brookstone Purchasing, Inc.	nap	Logo	3, 10	77/489,312	Jun-3-08	3,557,395	Jan-6-09
Registered	Brookstone Purchasing, Inc.	nap	Word	3,10	77/488,939	Jun-2-08	3,557,391	Jan-6-09
Registered	Brookstone Purchasing, Inc.	nap form	Logo	20	78/919,264	Jun-28-06	3,241,962	May-15-07
Registered	Brookstone Purchasing, Inc.	NapForm	Word	20	78/919,235	Jun-28-06	3,241,961	May-15-07
Registered	Brookstone Purchasing, Inc.	NapSoft	Word	24	78/602,059	Apr-5-05	3,071,112	Mar-21-06
Registered	Brookstone Purchasing, Inc.	Partini	Word	21	78/461,091	Aug-3-04	3,045,191	Jan-17-06
Registered	Brookstone Purchasing, Inc.	PowerPlate	Word	9	85/056,334	Jun-2-10	3,937,123	Mar-29-11
Registered	Brookstone Purchasing, Inc.	purelon	Logo	11	78/327,387	Nov-13-03	2,982,941	Aug-9-05

Registered	Brookstone Purchasing, Inc.	Pure-Ion	Word	11	78/313,232	Oct-14-03	2,964,988	Jul-5-05
Registered	Brookstone Purchasing, Inc.	Relaxation Zone	Word	10	78/332,821	Nov-25-03	3,044,443	Jan-17-06
Registered	Brookstone Purchasing, Inc.	S Pair Bed	Word	20	74/272,944	May-6-92	1,778,378	Jun-22-93
Registered	Brookstone Purchasing, Inc.	Smart Pressure	Logo	9	78/292,879	Aug-27-03	3,048,566	Jan-24-06
Registered	Brookstone Purchasing, Inc.	Smartini	Word	9	78/346,869	Dec-31-03	2,986,441	Aug-16-05
Registered	Brookstone Purchasing, Inc.	SoftSound	Word	9 & 20	78/600,664	Apr-2-05	3,113,150	Jul-4-06
Registered	Brookstone Purchasing, Inc.	SongCube	Word	9	78/713,938	Sep-15-05	3,348,169	Dec-4-07
Registered	Brookstone Purchasing, Inc.	SongPak	Word	9	77/006,875	Sep-25-06	3,294,536	Sep-18-07
Registered	Brookstone Purchasing, Inc.	SongPlay	Word	9	77/077,750	Jan-8-07	3,285,356	Aug-28-07
Registered	Brookstone Purchasing, Inc.	SongSpace	Word	9	78/823,880	Feb-27-06	3,259,552	Jul-3-07
Registered	Brookstone Purchasing, Inc.	songstick	Logo	9	78/784,308	Jan-3-06	3,273,043	Jul-31-07
Registered	Brookstone Purchasing, Inc.	SongView	Word	9	77/505,604	Jun-23-08	3,610,226	Apr-21-09
Registered	Brookstone Purchasing, Inc.	SoundShield	Word	9	78/265,188	Jun-20-03	2,968,457	Jul-12-05
Registered	Brookstone Purchasing, Inc.	SoundShield	Logo	9	78/301,431	Sep-17-03	2,945,244	Apr-26-05
Registered	Brookstone Purchasing, Inc.	Steam Bug	Word	9	77/494,874	Jun-10-08	3,604,180	Apr-7-09

Registered	Brookstone Purchasing, Inc.	The Gift Experts	Word	35	77/927,037	Feb-3-10	3,936,473	Mar-29-11
Registered	Brookstone Purchasing, Inc.	TheraSpa	Word	10	78/746,853	Nov-3-05	3,157,892	Oct-17-06
Registered	Brookstone Purchasing, Inc.	TimeSmart	Word	9, 14	77/742,856	May-22-09	3,728,004	Dec-22-09
Registered	Brookstone Purchasing, Inc.	Touch Nap Feel Good	Logo	3, 24, 25	77/491,518	Jun-5-08	3,557,408	Jan-6-09
Registered	Brookstone Purchasing, Inc.	Touch Nap Feel Good	Logo	20, 28	77/491,561	Jun-5-08	3,557,409	Jan-6-09
Registered	Brookstone Purchasing, Inc.	Touch Sleep Revive	Word	10,20,24,25	77/490,309	Jun-4-08	3,554,070	Dec-30-08
Registered	Brookstone Purchasing, Inc.	Tune Out the Noise, Tune in the Music	Word	9	78/304,679	Sep-24-03	2,926,365	Feb-15-05
Registered	Brookstone Purchasing, Inc.	Twin Sensations	Logo	10	78/301,536	Sep-17-03	2,925,079	Feb-8-05
Registered	Brookstone Purchasing, Inc.	Twin Sensations	Word	10	78/301,508	Sep-17-03	2,924,422	Feb-1-05
Registered	Brookstone Purchasing, Inc.	Weather Wrap	Word	16	77/325,951	Nov-8-07	3,530,118	Nov-11-08
Registered	Brookstone Purchasing, Inc.	What Fun Feels Like	Word	20	78/340,987	Dec-15-03	2,980,881	Aug-2-05
Registered	Brookstone Purchasing, Inc.	Wink	Word	11	77/153,275	Apr-10-07	3,392,664	Mar-4-08
Registered	Brookstone Purchasing, Inc.	XpressCheck	Word	18	78/477,937	Sep-2-04	3,004,474	Oct-4-05

Schedules III (e)

Status	Owner	Mark	Application Type	Intl Class (es)	Application Serial No.	Filing Date	Registration No.	Registration Date
Allowed	Brookstone Purchasing, Inc.	TheraSpa	Word	10	85/218,841	Jan-16-11	-	-
Allowed	Brookstone Purchasing, Inc.	whatthefun	Word	18	85/242,249	Feb-15-11	-	-
Published	Big Blue Audio LLC	Big Blue Audio	Word	9, 35	85/331,746	May-26-11	-	-
Published	Big Blue Audio LLC	Big Blue Audio (b&w logo)	Logo	9, 35	85/407,437	Aug-25-11	-	-
Published	Big Blue Audio LLC	Big Blue Audio (blue logo)	Logo	9, 35	85/407,476	Aug-25-11	-	-
Published	Brookstone Purchasing, Inc.	KittySan	Word	20	85/380,694	Jul-26-11	-	-
Published	Brookstone Purchasing, Inc.	PuppySan	Word	20	85/331,788	May-26-11	-	-
Published	Brookstone Purchasing, Inc.	Smart Throne	Word	9, 16	85/218,853	Jan-16-11	-	-
Pending	Brookstone Purchasing, Inc.	Brookstone DESIGN USA	Logo	9, 10, 11, 14	85/376,969	Jul-21-11	-	-
Pending	Brookstone Purchasing, Inc.	Dream	Word	24	77/180,656	May-14-07	-	-
Pending	Big Blue Audio LLC	Fight the Silence	Word	9, 35	85/421,452	Sep-13-11	-	-
Pending	Brookstone Purchasing, Inc.	n'ICE Cubes	Word	6	85/387,861	Aug-2-11	-	-
Pending	Big Blue Audio LLC	Power. Pair. Play.	Word	9, 35	85/411,990	Aug-31-11	-	-
Pending	Brookstone Purchasing, Inc.	Quebz	Word	28	85/331,777	May-26-11	-	-

Pending	Brookstone Purchasing, Inc.	XL Audio	Word	9	85/412,689	Sep-1-11	-	-
Pending	Brookstone Purchasing, Inc.	B (iTunes App Icon)	Logo	9	85/502210	Dec-22-11	-	-
Pending	Brookstone Purchasing, Inc.	Flip (iTunes App Icon)	Logo	9	85/502306	Dec-22-11	-	-
Pending	Brookstone Purchasing, Inc.	Retro (iTunes App Icon)	Logo	9	85/502265	Dec-22-11	-	-

Schedule 4.4
Exclusive Outbound Licenses

License Agreement dated as of October 12, 2011 among Brookstone Company, Inc., Brookstone Purchasing, Inc. and The Gem Group, Inc. for an exclusive license relating to the following product categories: Totes; Padfolios (for paper writing pads only); Automotive Cargo Storage/Organization Caddies; Outdoor Accessories (e.g. water bottle carriers, blanket tote, stadium seat); Grill Kits and Grill Accessory Storage Bags; Auto and Safety Kits and Caddies; Technology Gifts (e.g. laser level, solar speakers, laser pointer); Fitness/Wellness Kits; Tool Bags/Kits/Cases; Wine Accessories; Travel/Entertainment Gifts (e.g. travel games, packing organizers, wine bags, kitchen timer).