01/02/2015

103670314

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OMB Collection 0651-0027 (ex p. 6/30/2005

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

12/17/14

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)/Execution Date(s):

Varsity Brands, LLC

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Limited Liability Company
Citizenship: DE
Execution Date(s) December 11, 2014
Additional names of conveying parties attached? ☒ Yes ☐ No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: GOLDMAN SACHS BANK USA

Internal Address:

Street Address: 200 West Street

City: New York

State: NY

Country: USA Zip: 10282

☒ Association Citizenship: USA
☐ General Partnership Citizenship:
☐ Limited Partnership Citizenship:
☐ Corporation Citizenship:
☐ 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)

3. Nature of conveyance:

☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Grant of Security Interest in United States Trademarks

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) See Attached Schedule A

B. Trademark Registration No.(s) See Attached Schedule A

Additional sheet(s) attached? ☒ Yes ☐ No

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

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

Name: Susan O'Brien

Internal Address: CT Lien Solutions

Street Address: 187 Wolf Road, Suite 101

City: Albany

State: NY Zip: 12205

Phone Number: 800-342-3676

Fax Number: 800-962-7049

Email Address: cls-udsalbany@wolterskluwer.com

6. Total number of applications and registrations involved: 223

7. Total fee (37 CFR 2.6(b)(6) & 3.41) $ 5590

☒ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 0974
Expiration Date 03/17

b. Deposit Account Number

Authorized User Name:

01/14/2015 DTIMBERL 00000017 85923822

01 FC:8521 40.00 OP
02 FC:8522 5550.00 OP

9. Signature: _____
Signature

December 15, 2014
Date

Joanne BL Arnold
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 34

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

SCHEDULE A

TRADE NAMES, TRADEMARKS, SERVICES MARKS, TRADEMARK AND SERVICE MARK REGISTRATIONS AND APPLICATIONS FOR TRADEMARK AND SERVICE MARK REGISTRATIONS

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	AIR RELEASE	85923822 5/6/2013	---	U.S.	PENDI NG	BSN SPORTS, LLC
	AIR RELEASE	74466006 12/2/1993	1919079 9/12/1995	U.S.	REGIST ERED	BSN SPORTS, LLC
	ALUMAGOL	73356631 3/26/1982	1262511 12/27/1983	U.S.	REGIST ERED	BSN SPORTS, LLC
	AMPS	76495145 3/6/2003	2804580 1/13/2004	U.S.	REGIST ERED	BSN SPORTS, LLC
	BEST SUPPLY NETWORK IN SPORTS	85410426 8/30/2011	4319066 4/9/2013	U.S.	REGIST ERED	BSN SPORTS, LLC
	BRUTE FORCE	74513305 4/18/1994	1949588 1/16/1996	U.S.	REGIST ERED	BSN SPORTS, LLC
	BSN	76015737 4/3/2000	2473322 7/31/2001	U.S.	REGIST ERED	BSN SPORTS, LLC
	BSN SPORTS	85297791 4/18/2011	---	U.S.	PENDI NG ITU SOU has been filed but not yet accepted	BSN SPORTS, LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	BSN SPORTS FEEL THE STRENGTH	85307900 4/28/2011	---	U.S.	PENDING ITU SOU has been filed but not yet accepted	BSN SPORTS, LLC
	BULLDOG	74432607 9/7/1993	1880726 2/28/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	C BLOC	76671845 1/26/2007	3358367 12/25/2007	U.S.	REGISTERED	BSN SPORTS, LLC
	C CHAMPION BARBELL	76494961 2/28/2003	3793364 5/25/2010	U.S.	REGISTERED	BSN SPORTS, LLC
	CHAMPION BARBELL	76494960 2/28/2003	3795882 6/1/2010	U.S.	REGISTERED	BSN SPORTS, LLC
	COLOR MY CLASS	74436294 9/16/1993	1845758 7/19/1994	U.S.	REGISTERED	BSN SPORTS, LLC
	CURVEMASTER	72430346 8/11/172	972790 11/13/1973	U.S.	REGISTERED	BSN SPORTS, LLC
	Design Only	85307904 4/28/2011	4324951 4/23/2013	U.S.	REGISTERED	BSN SPORTS, LLC
	DIAL-A-DOWN	73715052 3/7/1988	1506171 9/27/1988	U.S.	REGISTERED	BSN SPORTS, LLC
	DOMINATOR	74501138 3/15/1994	1880747 2/28/1995	U.S.	REGISTERED	BSN SPORTS, LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	E SPORTSONLINE.COM	75732811 6/17/1999	3779805 4/27/2010	U.S.	REGISTERED	BSN SPORTS, LLC
	EKHO	85400547 8/17/2011	4163691 6/26/2012	U.S.	REGISTERED	BSN SPORTS, LLC
	FLAG-A-TAG	72132662 11/24/1961	738205 9/25/1962	U.S.	REGISTERED	BSN SPORTS, LLC
	FUNNETS	75927011 2/23/2000	2425244 1/30/2001	U.S.	REGISTERED	BSN SPORTS, LLC
	GAMECRAFT	77103599 2/9/2007	3421465 5/6/2008	U.S.	REGISTERED	BSN SPORTS, LLC
	GAMECRAFT	74682812 6/2/1995	1965771 4/2/1996	U.S.	REGISTERED	BSN SPORTS, LLC
	GEAR 2000	74541115 6/22/1994	1931017 10/31/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	GLSPORTS	85203201 12/21/2010	4005721 8/2/201	U.S.	REGISTERED	BSN SPORTS, LLC
	GOLD MEDAL	71445660 7/26/1941	394740 4/28/1942	U.S.	REGISTERED	BSN SPORTS, LLC
	GSC	77493308 6/6/2008	3745796 2/9/2010	U.S.	REGISTERED	BSN SPORTS, LLC
	HIT!RUN!SCORE! Hit!Run!Score!	85449500 10/18/2011	---	U.S.	PENDING ITU	BSN SPORTS, LLC
	INTIMIDATOR	74501141 3/15/1994	1930761 10/31/1995	U.S.	REGISTERED	BSN SPORTS, LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	INVADER	74442177 9/30/1993	1887993 4/4/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	LEAGUE DIRECT	85562531 3/7/2012	---	U.S.	PENDING	BSN SPORTS, LLC
	MARK 1	76017561 4/4/2000	2447836 5/1/2001	U.S.	REGISTERED	BSN SPORTS, LLC
	MARK 1	76017560 4/4/2000	2431716 2/27/2001	U.S.	REGISTERED	BSN SPORTS, LLC
	MARK1	77330822 11/15/2007	345380 6/24/2008	U.S.	REGISTERED	BSN SPORTS, LLC
	MULTIFIT SYSTEM	75113872 6/4/1996	2052751 4/15/1997	U.S.	REGISTERED	BSN SPORTS, LLC
	NEW ENGLAND CAMP AND RECREATION	74655732 4/4/1995	1998854 9/3/1996	U.S.	REGISTERED	BSN SPORTS, LLC
	PILLO POLO	73352956 12/14/1981	1223595 1/11/1983	U.S.	REGISTERED	BSN SPORTS, LLC
	PORT-A-PIT	76622900 12/2/2004	3105665 6/20/2006	U.S.	REGISTERED	BSN SPORTS, LLC
	PORT-A-PIT	72210670 1/26/1965	800268 12/14/1965	U.S.	REGISTERED	BSN SPORTS, LLC
	PRO DOWN	76629171 1/28/2005	3291343 9/11/2007	U.S.	REGISTERED	BSN SPORTS, LLC
	PROBASE	73585209 2/28/1986	1410733 9/23/1986	U.S.	REGISTERED	BSN SPORTS, LLC
	PRO-DOWN	74432160 9/7/1993	1909693 8/8/1995	U.S.	REGISTERED	BSN SPORTS, LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	PRO-LOC	74600192 11/17/1994	2034235 1/28/1997	U.S.	REGISTERED	BSN SPORTS, LLC
	QUICK-FENCE	74436290 9/16/1993	1847722 8/2/1994	U.S.	REGISTERED	BSN SPORTS, LLC
	ROL-DRI	73047869 3/27/1975	1030600 1/20/1976	U.S.	REGISTERED	BSN SPORTS, LLC
	ROLL-N-FOLD	75558703 9/22/1998	2299816 12/14/1999	U.S.	REGISTERED	BSN SPORTS, LLC
	SCRAMBLER	74501139 3/15/1994	1880748 2/28/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	SECUR-A-STRAP	74476747 1/5/1994	1943179 12/19/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	SPORT SUPPLY GROUP, INC.	75701100 5/10/1999	2778839 11/4/2003	U.S.	REGISTERED	BSN SPORTS, LLC
	SPORTS COOL	77929245 2/5/2010	4200445 9/4/2012	U.S.	REGISTERED	BSN SPORTS, LLC
	THE ATHLETIC CONNECTION	74293047 7/9/1992	1870846 12/27/1994	U.S.	REGISTERED	BSN SPORTS, LLC
	THE HEART ADVENTURE	74513629 4/18/1994	2002107 9/24/1996	U.S.	REGISTERED	BSN SPORTS, LLC
	TIDI-COURT	73078419 2/26/1976	1055596 1/4/1977	U.S.	REGISTERED	BSN SPORTS, LLC
	TOMARK	77266620 8/28/2007	3426253 5/13/2008	U.S.	REGISTERED	BSN SPORTS, LLC
	TOPPLEBALL	73352954 12/14/1981	1223594 1/11/1983	U.S.	REGISTERED	BSN SPORTS, LLC
	U.S. GAMES	73352955 12/14/1981	1246494 7/26/1983	U.S.	REGISTERED	BSN SPORTS, LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	ULTIMAT	74436295 9/16/1993	1934630 11/14/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	VOLLEY TRAINER	74168987 5/22/1991	1739140 12/8/1992	U.S.	REGISTERED	BSN SPORTS, LLC
	VPI vpi	85564004 3/8/2012	4233416 10/30/2012	U.S.	REGISTERED	BSN SPORTS, LLC
	WAFFLE	74433241 9/7/1993	1906667 7/18/1995	U.S.	REGISTERED	BSN SPORTS, LLC
	X2AIR	76621189 11/18/2004	3092001 5/16/2006	U.S.	REGISTERED	BSN SPORTS, LLC
	X-S.O.B. X-S.O.B.	77273400 9/6/2007	3430408 5/20/2008	U.S.	REGISTERED	BSN SPORTS, LLC
	Z Z	76674186 3/16/2007	3358375 12/25/2007	U.S.	REGISTERED	BSN SPORTS, LLC
	Z-COOL	76666245 9/18/2006	3292661 9/18/2007	U.S.	REGISTERED	BSN SPORTS, LLC
	Z-COOL	76543608 9/10/2003	2977651 7/26/2005	U.S.	REGISTERED	BSN SPORTS, LLC
	VARSITY	77324887 11/8/2007	3928856 3/8/2011	U.S.	REGISTERED	Varsity Brands, LLC
	VARSITY WIRED	77111676 2/20/2007	3371683 1/22/2008	U.S.	REGISTERED	Varsity Brands, LLC
	ACTION WEAVE	76345500 11/27/2001	2733181, 7/1/2003	U.S.	REGISTERED	Varsity Spirit Fashions & Supplies, LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	JUNIOR VARSITY SPIRIT FASHIONS	73799998 5/15/1989	1575830 1/2/1990	U.S.	REGISTERED	Varsity Spirit Fashions & Supplies, LLC
	MOTIONFLEX	76345397 11/27/2001	2728021 6/17/2003	U.S.	REGISTERED	Varsity Spirit Fashions & Supplies, LLC
	VARSITY SPIRIT FASHIONS	74130827 4/2/1990	1680452 3/24/1992	U.S.	REGISTERED	Varsity Spirit Fashions & Supplies, LLC
	A ATHLETIC CHAMPIONSHIPS	78714694 9/16/2005	3132871 8/22/2006	U.S.	REGISTERED	Varsity Spirit LLC
	A ATHLETIC CHAMPIONSHIPS	78714720 9/16/2005	3341344 11/20/2007	U.S.	REGISTERED	Varsity Spirit LLC
	AACCA	77408728 2/28/2008	3488540 8/19/2008	U.S.	REGISTERED	Varsity Spirit LLC
	ALL STAR CHALLENGE	77569775 9/15/2008	3626221 5/26/2009	U.S.	REGISTERED	Varsity Spirit LLC
	AMERICAN ASSOCIATION CHEERLEADING COACHES & ADMINISTRATORS AACCA	73697774 11/27/1987	1671395 1/7/1992	U.S.	REGISTERED	Varsity Spirit LLC
	AMERICAN CHEER POWER	77001139 9/17/2006	3273355 8/7/2007	U.S.	REGISTERED	Varsity Spirit LLC

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	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	AMERICAN CHEER POWER NATIONALS	77001122 9/17/2006	3232282 4/24/2007	U.S.	REGISTERED	Varsity Spirit LLC
	AMERICAN CHEERLEADER	85704273 8/15/2012	---	U.S.	PENDING ITU	Varsity Spirit LLC
	AMERICAN CHEERLEADER	3249109 6/30/2003	3249109 3/17/2005	European Community	REGISTERED	Varsity Spirit LLC
	AMERICAN CHEERLEADER	74506224 3/23/1994	2016049 11/12/1996	U.S.	REGISTERED	Varsity Spirit LLC
	AMERICAN CHEERLEADERS ASSOCIATION ACA	75472238 4/22/1998	2358346 6/13/2000	U.S.	REGISTERED	Varsity Spirit LLC
	C THE CHEERLEADING WORLDS	77269829 8/31/2007	3444342 6/10/2008	U.S.	REGISTERED	Varsity Spirit LLC
	CDT	76380649 3/11/2002	2845679 5/25/2004	U.S.	REGISTERED	Varsity Spirit LLC
	CDT	76380648 3/11/2002	2845678 5/25/2004	U.S.	REGISTERED	Varsity Spirit LLC
	CHEER BIZ NEWS	78761600 11/28/2005	3235459 4/24/2007	U.S.	REGISTERED	Varsity Spirit LLC
	CHEER LTD	78683866 8/2/2005	3120253 7/25/2006	U.S.	REGISTERED	Varsity Spirit LLC
	CHEER POWER	78319304 10/27/2003	2891439 10/5/2004	U.S.	REGISTERED	Varsity Spirit LLC
	CHEER POWER	75463246 4/6/1998	2432547 3/6/2001	U.S.	REGISTERED	Varsity Spirit LLC
	CHEERLEADER	72307310 9/13/1968	911544 4/27/1971	U.S.	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	CHEERLEADER & DANZTEAM	74721083 8/25/1995	2056750 4/29/1997	U.S.	REGISTERED	Varsity Spirit LLC
	CHEERLEADING IS MY SPORT	85148644 10/8/2010	---	U.S.	PENDING ITU	Varsity Spirit LLC
	CHEERLEADER	1090174 11/10/2005	781528 12/5/2005	Benelux	REGISTERED	Varsity Spirit LLC
	CHEERLEBRITY	85975305 12/7/2010	4007673 8/2/2011	U.S.	REGISTERED	Varsity Spirit LLC
	CHEEROBICS	73511931 12/4/1984	1341584 6/11/1985	U.S.	REGISTERED	Varsity Spirit LLC
	CHEERSPORT	85857550 2/22/2013	---	U.S.	PENDING	Varsity Spirit LLC
	CHEERSPORT	75340160 8/13/1997	2245095 5/11/1999	U.S.	REGISTERED	Varsity Spirit LLC
	COLLEGE CHEERLEADING & DANCE TEAM NATIONAL CHAMPIONSHIP	75701614 5/10/1999	2290755 11/2/1999	U.S.	REGISTERED	Varsity Spirit LLC
	CROSS CHEER	85484896 12/1/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	CROWDLEADER	73740973 7/15/1988	1528887 3/7/1989	U.S.	REGISTERED	Varsity Spirit LLC
	D THE DANCE WORLDS	77263072 8/23/2007	3494984 9/2/2008	U.S.	REGISTERED	Varsity Spirit LLC
	ENCORE	85199865 12/16/2010	4081222 1/3/2012	U.S.	REGISTERED	Varsity Spirit LLC
	FLASH APPS	85668079 7/3/2012	---	U.S.	PENDING ITU	Varsity Spirit LLC
	FLIP FEST	85212700 1/7/2011	4009251 8/9/2011	U.S.	REGISTERED	Varsity Spirit LLC
	FLIP FEST	78801405 1/27/2006	3357595 12/18/2007	U.S.	REGISTERED	Varsity Spirit LLC
	FLY-AWAY	74721085 8/25/1995	2038322 2/18/1997	U.S.	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	HUA SI TI	11688287 11/2/2012		People's Republic of China	PUBLISHED	Varsity Spirit LLC
	HUA SI TI	11688286 11/2/2012		People's Republic of China	PUBLISHED	Varsity Spirit LLC
	HUA SI TI BEI BEI	11688283 11/2/2012		People's Republic of China	PUBLISHED	Varsity Spirit LLC
	HUA SI TI BEI BEI	11688282 11/2/2012		People's Republic of China	PUBLISHED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	77975571 9/27/2006	3455148 6/24/2008	U.S.	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	77008394 9/27/2006	3509143 9/30/2008	U.S.	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	1200319 9/20/2007	1200319 4/28/2008	Australia	REGISTERED	Varsity Spirit LLC

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	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	IASF INTERNATIONAL ALL STAR FEDERATION	1364355 9/20/2007	740853 5/27/2009	Canada	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	790259 9/28/2007	816034 5/9/2008	Chile	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	790260 9/28/2007	816035 5/9/2008	Chile	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	6293451 9/24/2007	6293451 10/28/2010	People's Republic of China	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	6293450 9/24/2007	6293450 8/14/2010	People's Republic of China	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	IASF INTERNATIONAL ALL STAR FEDERATION	2007097871 9/20/2007	356926 5/28/2008	Colombia	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	2007097874 9/20/2007	356927 5/28/2008	Colombia	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	6296602 9/20/2007	6296602 10/30/2008	European Community	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	2007-099943 9/21/2007	5220019 4/3/2009	Japan	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	883926 9/21/2007	1139961 1/27/2010	Mexico	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	IASF INTERNATIONAL ALL STAR FEDERATION	883925 9/21/2007	1034372 4/14/2008	Mexico	REGISTERED	Varsity Spirit LLC
	IASF INTERNATIONAL ALL STAR FEDERATION	910606 1/31/2008	1033842 3/31/2008	Mexico	REGISTERED	Varsity Spirit LLC
	INTERNATIONAL ALL LEVELS CHAMPIONSHIP	77977914 2/18/2008	3710510 11/10/2009	U.S.	REGISTERED	Varsity Spirit LLC
	INTERNATIONAL ALL LEVELS CHAMPIONSHIP	77399343 2/18/2008	3781722 4/27/2010	U.S.	REGISTERED	Varsity Spirit LLC
	INTROPA TOURS	74579326 9/28/1994	1927869 10/17/1995	U.S.	REGISTERED	Varsity Spirit LLC
	JUNIOR VARSITY SPIRIT FASHIONS	73799998 5/15/1989	1575830 1/2/1990	U.S.	REGISTERED	Varsity Spirit LLC
	MASTERS OF THE MAT	78463162 8/6/2004	3335937 11/13/2007	U.S.	REGISTERED	Varsity Spirit LLC
	MYVARSITY	85941860 5/24/2013	---	U.S.	PENDING	Varsity Spirit LLC
	NASCC	77401414 2/20/2008	3484815 8/12/2008	U.S.	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	NATIONAL ALL STAR CHEERLEADING CHAMPIONSHIP	75701586 5/10/1999	2436010 3/13/2001	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCATION	2002-084644 10/4/2002	5033788 3/16/2007	Japan	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCATION	2005-067310	4980694 8/18/2006	Japan	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCATION	76334201 11/5/2001	2829037 4/6/2004	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCIATION	76342433 11/26/2001	2793707 12/16/2003	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCIATION		10107810 2/14/2008	Nebraska	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCIATION		2008-000550367 2/13/2008	Wyoming	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCIATION	73103803 10/20/1976	1132169 4/1/1980	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCIATION	2395390 10/1/2001	2395390 3/10/2003	European Community	REGISTERED	Varsity Spirit LLC
	NATIONAL CHEERLEADERS ASSOCIATION	2002-084638 10/4/2002	5033787 3/16/2007	Japan	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	NATIONAL CHEERLEADERS ASSOCIATION	2005-067313 7/21/2005	4980695 8/18/2006	Japan	REGISTERED	Varsity Spirit LLC
	NATIONAL DANCE ALLIANCE	75761103 7/28/1999	2520826 12/18/2001	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL DANCE TEAM CHAMPIONSHIP	74295078 7/17/1992	1776825 6/15/1993	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL HIGH SCHOOL CHEERLEADING CHAMPIONSHIP	77875484 11/18/2009	3799507 6/8/2010	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL HIGH SCHOOL CHEERLEADING CHAMPIONSHIP	73796011 4/26/1989	1576926 1/9/1990	U.S.	REGISTERED	Varsity Spirit LLC
	NATIONAL SCHOOL SPIRIT DAY	77768863 6/26/2009	3720382 12/1/2009	U.S.	REGISTERED	Varsity Spirit LLC
	NCA	85150261 10/12/2010	3970580 5/31/2011	U.S.	REGISTERED	Varsity Spirit LLC
	NCA	74721084 8/25/1995	2036638 2/11/1997	U.S.	REGISTERED	Varsity Spirit LLC
	NCA	2395440 10/1/2001	2395440 10/15/2002	European Community	REGISTERED	Varsity Spirit LLC
	NCA	39904723941 1/28/1999	39904723 10/15/1999	Germany	REGISTERED	Varsity Spirit LLC
	NDA	75761104 7/26/1999	2520827 1/18/2001	U.S.	REGISTERED	Varsity Spirit LLC

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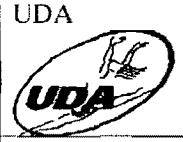
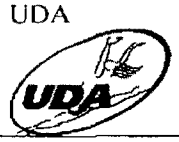
	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	NDA NATIONAL DANCE ALLIANCE	2002-084646 10/4/2002	4679576 6/6/2003	Japan	REGISTERED	Varsity Spirit LLC
	NDA NATIONAL DANCE ALLIANCE	2722031 5/30/2002	2722031 11/20/2003	European Community	REGISTERED	Varsity Spirit LLC
	NDA NATIONAL DANCE ALLIANCE	76343598 11/30/2001	2878268 8/31/2004	U.S.	REGISTERED	Varsity Spirit LLC
	NDA NATIONAL DANCE ALLIANCE	2002-044974 5/30/2002	4684675 6/20/2003	Japan	REGISTERED	Varsity Spirit LLC
	NDTC	77401387 2/20/2008	3484813 8/12/2008	U.S.	REGISTERED	Varsity Spirit LLC
	NHSCC	77401408 2/20/2008	3484814 8/12/2008	U.S.	REGISTERED	Varsity Spirit LLC
	ONE UP	85814060 1/2/2013	---	U.S.	PENDING	Varsity Spirit LLC
	OZONE	78976613 12/10/2004	3478328 7/29/2008	U.S.	REGISTERED	Varsity Spirit LLC
	POWER DANCE	78457013 7/26/2004	3058778 2/14/2006	U.S.	REGISTERED	Varsity Spirit LLC
	PREMIER ATHLETICS	78753572 11/14/2005	3192456 1/2/2007	U.S.	REGISTERED	Varsity Spirit LLC
	SPIRIT OF AMERICA	75832205 10/26/1999	2383307 9/5/2000	U.S.	REGISTERED	Varsity Spirit LLC
	SPIRIT SPORTS	85217915 1/14/2011	4009573 8/9/2011	U.S.	REGISTERED	Varsity Spirit LLC

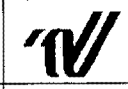
	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	SPIRIT STICK	74720988 8/25/1995	1995465 8/20/1996	U.S.	REGISTERED	Varsity Spirit LLC
	SPIRIT XPRESS	77510009 6/27/2008	3564581 1/20/2009	U.S.	REGISTERED	Varsity Spirit LLC
	STAR ZONE	85548046 2/21/2012	---	U.S.	PENDING ITU	Varsity Spirit LLC
	THE ALL STAR WORLDS	77643182 1/5/209	3822711 7/20/2010	U.S.	REGISTERED	Varsity Spirit LLC
	THE AMERICAN NATIONAL CHEER & DANCE CHAMPIONSHIPS	77589592 10/9/2008	3653809 7/14/2009	U.S.	REGISTERED	Varsity Spirit LLC
	THE CHEERLEADING WORLDS	76977618 10/3/2003	2999331 9/20/2005	U.S.	REGISTERED	Varsity Spirit LLC
	THE CHEERLEADING WORLDS	76548644 10/3/2003	3418800 4/29/2008	U.S.	REGISTERED	Varsity Spirit LLC
	THE GROOVE EXPERIENCE	85904381 4/15/2013	---	U.S.	PENDING	Varsity Spirit LLC
	THE ORIGINAL CHEERLEADER SUPPLY COMPANYSINCE 1948	74720386 8/25/1995	2018501 11/19/1996	U.S.	REGISTERED	Varsity Spirit LLC
	THE SUMMIT	85619096 5/8/2012	---	U.S.	PENDING ITU	Varsity Spirit LLC
	THE WORK IS WORTH IT	85674159 7/11/2012	4293501 2/19/2013	U.S.	REGISTERED	Varsity Spirit LLC
	TRIPLE CROWN	85891614 4/1/2013	---	U.S.	PENDING ITU	Varsity Spirit LLC
	TRIPLE CROWN OF CHEERLEADING	85891638 4/1/2013	---	U.S.	PENDING ITU	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	U.S. ALL STAR FEDERATION USASF	78323016 11/4/2003	2979490 7/26/2005	U.S.	REGISTERED	Varsity Spirit LLC
	U.S. CHEERLEADING OPEN	77244077 8/1/2007	3655288 7/14/2009	U.S.	REGISTERED	Varsity Spirit LLC
	U.S. OPEN CHEERLEADING AND DANCE TEAM CHAMPIONSHIP	85421151 9/13/2011	4263247 12/25/2012	U.S.	REGISTERED	Varsity Spirit LLC
	U.S.OPEN CHEERLEADING & DANCE TEAM CHAMPIONSHIP	75832206 10/26/1999	2458791 6/5/2001	U.S.	REGISTERED	Varsity Spirit LLC
	UCA	77517139 7/8/2008	3567653 1/27/2009	U.S.	REGISTERED	Varsity Spirit LLC
	UCA	1270248 10/30/2008	1270248 7/6/2009	Australia	REGISTERED	Varsity Spirit LLC
	UCA	1403289 7/15/2008	TMA801311 7/4/2011	Canada	REGISTERED	Varsity Spirit LLC
	UCA	5294348 4/17/2006	5294348 9/7/2009	People's Republic of China	REGISTERED	Varsity Spirit LLC
	UCA	5294347 4/17/2006	5294347 7/28/2009	People's Republic of China	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	UCA	9464661 10/21/2010	9464661 4/1/2011	European Community	REGISTERED	Varsity Spirit LLC
	UCA	2009-28268 11/19/2009	208065 3/15/2011	Republic of Korea	REGISTERED	Varsity Spirit LLC
	UCA	75701587 5/10/1999	2341059 4/11/2000	U.S.	REGISTERED	Varsity Spirit LLC
	UCA	1271491 11/7/2008	1271491 8/7/2009	Australia	REGISTERED	Varsity Spirit LLC
	UCA	1403369 7/15/2008	TMA801312 7/4/2011	Canada	REGISTERED	Varsity Spirit LLC
	UCA	2627974 3/22/2002	2627974 12/18/2003	European Community	REGISTERED	Varsity Spirit LLC
	UCA	9464611 10/21/2010	9464611 4/1/2011	European Community	REGISTERED	Varsity Spirit LLC
	UCA	2009-28267 11/19/2009	208058 3/15/2011	Republic of Korea	REGISTERED	Varsity Spirit LLC
	UDA 	77839221 10/1/2009	3771514 4/6/2010	U.S.	REGISTERED	Varsity Spirit LLC
	UDA 	11/10/2009	1022196 11/10/2009	Madrid	REGISTERED	Varsity Spirit LLC
	UDA	6859041 7/24/2008		People's Republic of China	PUBLISHED	Varsity Spirit LLC
	UDA	11/10/2009	1021699 11/10/2009	Madrid	REGISTERED	Varsity Spirit LLC
	UDA	77029297 10/25/2006	3254626 6/26/2007	U.S.	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	UNIVERSAL CHEERLEADERS ASSOCIATION	77848503 10/14/2009	3799150 6/8/2010	U.S.	REGISTERED	Varsity Spirit LLC
	UNIVERSAL CHEERLEADERS ASSOCIATION	406082 2/18/1998	841672 11/10/1998	Chile	REGISTERED	Varsity Spirit LLC
	UNIVERSAL CHEERLEADERS ASSOCIATION	5294342 4/17/2006	5294342 11/28/2011	People's Republic of China	REGISTERED	Varsity Spirit LLC
	UNIVERSAL CHEERLEADERS ASSOCIATION	5294484 4/17/2006	529484 12/7/2011	People's Republic of China	REGISTERED	Varsity Spirit LLC
	UNIVERSAL CHEERLEADERS ASSOCIATION	9464686 10/21/2010	9464686 4/1/2011	European Community	REGISTERED	Varsity Spirit LLC
	UNIVERSAL CHEERLEADERS ASSOCIATION (Divisional)	1578734 9/5/2013		Australia	PENDING	Varsity Spirit LLC
	UNIVERSAL CHEERLEADERS ASSOCIATION (in Chinese SHI JIE LA LA DUI YUAN XIE HUI)	6872992 7/31/2008		People's Republic of China	PENDING	Varsity Spirit LLC
	UNIVERSAL DANCE ASSOCIATION	77830086 9/18/2009	3767416 3/30/2010	U.S.	REGISTERED	Varsity Spirit LLC
	UNIVERSAL DANCE ASSOCIATION	6859040 7/24/2008	6859040 3/21/2014	People's Republic of China	REGISTERED	Varsity Spirit LLC
	UNIVERSAL DANCE ASSOCIATION	11/10/2009	1021091 11/10/2009	Madrid	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	UNIVERSAL DANCE ASSOCIATION	73772749 1/3/1989	1563866 10/31/1989	U.S.	REGISTERED	Varsity Spirit LLC
	UNIVERSAL DANCE ASSOCIATION	406083 2/18/1998	526607 11/10/1998	Chile	REGISTERED	Varsity Spirit LLC
	UNIVERSAL DANCE ASSOCIATION (in Chinese SHI JIE WU DOA XIE HUI)	6872993 7/31/2008		People's Republic of China	PENDING	Varsity Spirit LLC
	USA CHEERLEADING FEDERATION USACF	78802646 1/30/2006	3878196 11/16/2010	U.S.	REGISTERED	Varsity Spirit LLC
	USA NATIONALS	74274726 5/12/1992	1761773 3/30/1993	U.S.	REGISTERED	Varsity Spirit LLC
	USA UNITED SPIRIT ASSOCIATION	76495523 3/7/2003	2814728 2/17/2004	U.S.	REGISTERED	Varsity Spirit LLC
	V	77732910 5/8/2009	---	U.S.	PENDING ITU	Varsity Spirit LLC
	V	77978934 6/13/2008	3782739 4/27/2010	U.S.	REGISTERED	Varsity Spirit LLC
	V	77500610 6/17/2008	3842122 8/31/2010	U.S.	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	V 	2010-100817 12/27/2010	5430621 6/24/2011	Japan	REGISTERED	Varsity Spirit LLC
	V	2011-11884 2/21/2011	5441982 9/30/2011	Japan	REGISTERED	Varsity Spirit LLC
	V CROSS CHEER	85491506 12/9/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	V VARSITY	75704039 5/13/1999	2357303 6/13/2000	U.S.	REGISTERED	Varsity Spirit LLC
	V VARSITY	1273064 9/22/2005	TMA681993 2/21/2007	Canada	REGISTERED	Varsity Spirit LLC
	V VARSITY SHOP	85016110 4/16/2010	---	U.S.	PENDING ITU	Varsity Spirit LLC
	V VARSITY SHOP	85976194 4/16/2010	4110341 3/6/2012	U.S.	REGISTERED	Varsity Spirit LLC
	VIROC	78795974 1/20/2006	3331926 11/6/2007	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY	1456096 10/25/2011		Australia	PENDING	Varsity Spirit LLC
	VARSITY	1538008 1/25/2013		Australia	PENDING	Varsity Spirit LLC
	VARSITY	5294345 4/17/2066	5294345 11/21/2013	People's Republic of China	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	VARSITY	5294344 4/17/2006	5294344 1/21/2010	People's Republic of China	REGISTERED	Varsity Spirit LLC
	VARSITY	5294343 4/17/2006	5294343 1/21/2010	People's Republic of China	REGISTERED	Varsity Spirit LLC
	VARSITY	2009-18077 7/27/2009	176428 9/30/2009	Dominican Republic	REGISTERED	Varsity Spirit LLC
	VARSITY	8616179 10/14/2009	8616179 5/8/2010	European Community	REGISTERED	Varsity Spirit LLC
	VARSITY	2009-88290 11/20/2009	5523613 9/21/2012	Japan	REGISTERED	Varsity Spirit LLC
	VARSITY	4520094093 11/6/2009	450039120 3/23/2012	Republic of Korea	REGISTERED	Varsity Spirit LLC
	VARSITY	40201120730 4/18/2011	40099041200000 8/22/2013	Republic of Korea	REGISTERED	Varsity Spirit LLC
	VARSITY	1090173 11/10/2005	782171 12/17/2005	Benelux	REGISTERED	Varsity Spirit LLC
	VARSITY	85435503 9/29/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY	85883582 3/22/2013	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY	85295219 4/14/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY	77801079 8/10/2009	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY	77978935 6/17/2008	3782740 4/27/2010	U.S.	REGISTERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	VARSITY	75798082 9/14/1999	2526564 1/8/2002	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY	75983628 9/1/1999	3436493 5/27/2008	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY	75976147 6/8/1993	2082554 7/22/1997	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY	75791751 9/1/1999	3696209 10/13/2009	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY	74069327 6/15/1990	1812198 12/21/1993	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY (in Chinese characters)	6872994 7/31/2008	6872994 9/28/2011	People's Republic of China	REGISTERED	Varsity Spirit LLC
	VARSITY VARSITY	72321158 3/7/1969	879543 10/28/1969	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY ALL STAR	85402157 8/19/2011	4258636 12/11/2012	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY ALL STAR	85074898 6/30/2010	---	U.S.	PENDING	Varsity Spirit LLC
	VARSITY ALL STAR FASHION VARSITY all star fashion	85281511 3/30/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY BLUES	85405117 8/23/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY CHOREOGRAPHY	78758325 11/21/2005	3320692 10/23/2007	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY COLORS	85405112 8/23/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY COUTURE	85817591 1/8/2013	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY CROSS CHEER	85484899 12/1/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC

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	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	VARSITY DANCE	85698025 8/8/2012	---	U.S.	PENDI NG ITU	Varsity Spirit LLC
	VARSITY GIRL	75976947 10/21/1996		U.S.	REGIST ERED	Varsity Spirit LLC
	VARSITY GOLD	85405119 8/23/2011	---	U.S.	PENDI NG ITU	Varsity Spirit LLC
	VARSITY ID	85285208 4/4/2011	4203121 9/4/2012	U.S.	REGIST ERED	Varsity Spirit LLC
	VARSITY ID **VARSITY ID**	85285219 4/4/2011	4203122 9/4/2012	U.S.	REGIST ERED	Varsity Spirit LLC
	VARSITY JAPAN	2014-69153 8/18/2014		Japan	PENDI NG	Varsity Spirit LLC
	VARSITY KIDS	11688284 11/2/2012		People's Republi c of China	PUBLIS HED	Varsity Spirit LLC
	VARSITY KIDS	11688285 11/2/2012		People's Republi c of China	PUBLIS HED	Varsity Spirit LLC
	VARSITY LAST PASS	85493057 12/12/2011	4314148 4/2/2013	U.S.	REGIST ERED	Varsity Spirit LLC
	VARSITY PIN DOTS	85454309 10/24/2011	---	U.S.	PENDI NG ITU	Varsity Spirit LLC
	VARSITY PIN TRADING	85110222 8/18/2010	---	U.S.	PENDI NG ITU SUSPE NDED	Varsity Spirit LLC
	VARSITY PRO SHOP	85337479 6/3/2011	---	U.S.	PENDI NG ITU	Varsity Spirit LLC
	VARSITY SOUL	85732050 9/18/2012	---	U.S.	PENDI NG ITU	Varsity Spirit LLC
	VARSITY SPIRIT CORPORATION	74231166 12/13/1991	1796645 10/5/1993	U.S.	REGIST ERED	Varsity Spirit LLC

	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	VARSITY SPIRIT CORPORATION	1252621992 6/15/1992	3102284 11/30/1995	Japan	REGISTERED	Varsity Spirit LLC
	VARSITY SPIRIT FASHIONS	74130827 4/2/1990	1680452 3/24/1992	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY SPIRIT FASHIONS	1330334 11/6/2009	1330334 1/10/2011	Australia	REGISTERED	Varsity Spirit LLC
	VARSITY SPIRIT FASHIONS	9464736 10/21/2010	9464736 4/1/2011	European Community	REGISTERED	Varsity Spirit LLC
	VARSITY SPIRIT FASHIONS	40200954754 11/6/2009		Republic of Korea	PENDING	Varsity Spirit LLC
	VARSITY SPIRIT	40201100080050 2/17/2011	932785 9/3/2012	Republic of Korea	REGISTERED	Varsity Spirit LLC
	VARSITY SPORT	75216343 12/20/1996	2293083 11/16/1999	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY TV	77980010 11/24/2008	3858342 10/5/2010	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY TV	77620494 11/24/2008	3920302 2/15/2011	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY U	85305020 4/26/2011	4438199 11/26/2013	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY UNIVERSITY	78767393 12/6/2005	3797635 6/1/2010	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY WE ARE ALL STAR	85524075 1/24/2012	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VARSITY.COM	75984008 9/1/1999	3418764 4/29/2008	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY.COM	75791750 9/1/1999	3689696 9/29/2009	U.S.	REGISTERED	Varsity Spirit LLC
	VARSITY'S TRIPLE CROWN	85891645 4/1/2013	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VINTAGE VARSITY	85405127 8/23/2011	---	U.S.	PENDING ITU	Varsity Spirit LLC
	VINTAGE VARSITY	85890266 8/23/2011	4464123 1/7/2014	U.S.	REGISTERED	Varsity Spirit LLC

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	Trademark/Image	Application Number Application Date	Registration Number Registration Date	Juris-diction	Status	Grantor
	WE ARE CHEERLEADING	78981074 4/27/2006	3645099 6/23/2009	U.S.	REGISTERED	Varsity Spirit LLC
	WE ARE CHEERLEADING	78877359 5/5/2006	3617640 5/5/2009	U.S.	REGISTERED	Varsity Spirit LLC
	WE ARE CHEERLEADING	78870783 4/27/2006	3804925 6/15/2010	U.S.	REGISTERED	Varsity Spirit LLC
	WEI SI TE (Pinyin of Chinese Mark for VARSITY)	6879794 8/4/2008	6879794 9/14/2010	People's Republic of China	REGISTERED	Varsity Spirit LLC
	WESTCOAST CHAMPIONSHIP	75851168 11/17/1999	2548877 3/19/2002	U.S.	REGISTERED	Varsity Spirit LLC
	WHERE TEAMS COME TRUE	74658311 3/22/1995	1961935 3/12/1996	U.S.	REGISTERED	Varsity Spirit LLC
	WORLD CHEERLEADING CHAMPIONSHIP	75980208 9/30/1998	2489351 9/11/1001	U.S.	REGISTERED	Varsity Spirit LLC
	WORLD CUP OF CHEERLEADING	77374339 1/17/2008	4179621 7/24/2012	U.S.	REGISTERED	Varsity Spirit LLC
	WORLD SCHOOL CHEERLEADING CHAMPIONSHIPS	85540825 2/13/2012	4217321 10/2/2012	U.S.	REGISTERED	Varsity Spirit LLC
	WORLD SERIES OF CHEERLEADING	85913339 4/24/2013	---	U.S.	PENDING ITU	Varsity Spirit LLC
	WORLD SPIRIT FEDERATION	78566447 2/14/2005	3076217 4/4/2006	U.S.	REGISTERED	Varsity Spirit LLC
	WORLD UNIVERSITY CHEERLEADING CHAMPIONSHIPS	85851247 2/15/2013	---	U.S.	PENDING	Varsity Spirit LLC

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	YOU BE THE CHEER JUDGE	78947877 8/8/2006	3255973 6/26/2007	U.S.	REGIST ERED	Varsity Spirit LLC

#4823-9581-5200v2

Additional names of conveying parties

BSN SPORTS, LLC
VARSITY SPIRIT LLC
VARSITY SPIRIT FASHIONS & SUPPLIES, LLC

[Execution]

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, each of VARSITY BRANDS, LLC, BSN SPORTS, LLC, VARSITY SPIRIT LLC and VARSITY SPIRIT FASHIONS & SUPPLIES, LLC (collectively, the "Grantors"), hereby grants to GOLDMAN SACHS BANK USA, in its capacity as administrative and collateral agent (in such capacity, the "Grantee"), a continuing security interest in (a) all of the Grantors' right, title and interest in, to and under to the United States trademarks, tradenames, trade dress and service marks and all trademark registrations and trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to the Grantors' use of any trademarks, tradenames, trade dress and service marks, (c) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, (d) all present and future license and distribution agreements (subject to the rights of the licensors therein) pertaining to the Marks, (e) all income, fees, royalties and other payments at any time due or payable with respect thereto, including, without limitation, payments under all licenses at any time entered into in connection therewith; (f) the right to sue for past, present and future infringements thereof, (g) all rights corresponding thereto, (h) any and all other proceeds of any of the foregoing, including, without limitation, all damages and payments or claims by any Grantor against third parties for past or future infringement of the Marks and (i) all causes of action arising prior to or after the date hereof for unfair competition regarding the Marks.

THIS GRANT (the "Grant") is made to secure the satisfactory performance and payment of all the Obligations of the Grantors, as such term is defined in the ABL Pledge and Security Agreement by, among others, the Grantors and the Grantee, dated as of December 11, 2014 (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.

This Grant may be executed in any number of counterparts each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

VARSITY BRANDS, LLC

By: _____
Name: Jeffrey G. Webb
Title: President and Chief Executive Officer

BSN SPORTS, LLC

By: _____
Name: Adam Blumenfeld
Title: Chief Executive Officer

VARSITY SPIRIT LLC

By: _____
Name: Jeffrey G. Webb
Title: President and Chief Executive Officer

VARSITY SPIRIT FASHIONS & SUPPLIES, LLC

By: _____
Name: Jeffrey G. Webb
Title: President and Chief Executive Officer

VARSITY BRANDS, LLC

By: _____
Name: Jeffrey G. Webb
Title: President and Chief Executive Officer

BSN SPORTS, LLC

By: _____
Name: Adam Blumenfeld
Title: Chief Executive Officer

VARSITY SPIRIT LLC

By: _____
Name: Jeffrey G. Webb
Title: President and Chief Executive Officer

VARSITY SPIRIT FASHIONS & SUPPLIES, LLC

By: _____
Name: Jeffrey G. Webb
Title: President and Chief Executive Officer

[Signature Page to Grant of Security Interest in Trademarks]

GOLDMAN SACHS BANK USA,
as Agent
as Grantee

By: _____
Authorized Signatory

Robert Ehudin
Authorized Signatory

[Signature Page to Intellectual Property Security Agreement (Trademarks)]