

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM402843

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Advanced Sports Enterprises, Inc.		08/15/2016	Corporation: NORTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	WELLS FARGO BANK, NA		
<b>Street Address:</b>	One Boston Place		
<b>Internal Address:</b>	19th Floor		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02108		
<b>Entity Type:</b>	Corporation: MASSACHUSETTS		
<b>PROPERTY NUMBERS Total: 25</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2940939	ASCENT	
<b>Registration Number:</b>	2251668	AXIOM	
<b>Registration Number:</b>	4242312	CAVALO	
<b>Registration Number:</b>	3853448	E3 CYCLING	
<b>Registration Number:</b>	4050358	FF	
<b>Registration Number:</b>	3892399	FORTÉ	
<b>Registration Number:</b>	4046503	FORTÉ	
<b>Registration Number:</b>	4109522	NASHBAR	
<b>Registration Number:</b>	4063749	P	
<b>Registration Number:</b>	3812190	P	
<b>Registration Number:</b>	2158207	P	
<b>Registration Number:</b>	1432501	P	
<b>Registration Number:</b>	2369656	PERFORMANCE	
<b>Registration Number:</b>	2421087	PERFORMANCE	
<b>Registration Number:</b>	2479208	PERFORMANCE BICYCLE SHOP	
<b>Registration Number:</b>	2039130	PERFORMANCE BICYCLE	
<b>Registration Number:</b>	2421089	PERFORMANCE BICYCLE	
<b>Registration Number:</b>	2583772	SCATTANTE	
<b>TRADEMARK</b>			

OP \$640.00 2940939

Property Type	Number	Word Mark
Registration Number:	3853451	SCATTANTE
Registration Number:	3653847	SPIN DOCTOR
Registration Number:	3920257	SPIN DOCTOR
Registration Number:	4845617	SPIN DOCTOR
Registration Number:	2519604	TEAM PERFORMANCE
Registration Number:	3896381	TRAVEL TRAC
Registration Number:	3808147	WHERE GREAT RIDES BEGIN

**CORRESPONDENCE DATA**

**Fax Number:** 2152799394

*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.*

**Phone:** 2152799902

**Email:** thomas.durling@flastergreenberg.com

**Correspondent Name:** Thomas J. Durling

**Address Line 1:** Flaster/Greenberg, PC

**Address Line 2:** 1835 Market Street

**Address Line 4:** Philadelphia, PENNSYLVANIA 19103

<b>NAME OF SUBMITTER:</b>	Thomas J. Durling
<b>SIGNATURE:</b>	/thomas j durling/
<b>DATE SIGNED:</b>	10/21/2016

**Total Attachments: 4**

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GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

August 15, 2016

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **ADVANCED SPORTS ENTERPRISES, INC.** (formerly known as and successor by merger to Performance, Inc.), a North Carolina corporation (the "Grantor"), hereby grants to **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as administrative agent and collateral agent for itself and certain other credit parties (in such capacity, the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications, excluding only United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant, attachment or enforcement of a security interest therein would, under applicable federal law, impair the registrability of such applications or the validity or enforceability of registrations issuing from such 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 the date hereof (as amended, restated, supplemented or otherwise modified and in effect 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.

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IN WITNESS WHEREOF, the undersigned have executed this grant as of the date above first written.

**GRANTOR:**

**ADVANCED SPORTS ENTERPRISES, INC.**  
(formerly known as and successor by merger to  
Performance, Inc.)

By: 

Name: David Pruitt

Title: President/Chief Executive Officer

Signature Page to Grant of Security Interest in United States Trademarks

**TRADEMARK**  
**REEL: 005905 FRAME: 0880**

WELLS FARGO BANK, NATIONAL  
ASSOCIATION, as Grantee

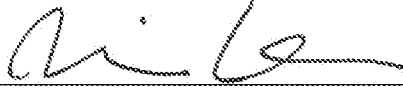
By:   
Name: William Chan  
Title: Director

EXHIBIT A

Patent	Owner	File Date	Reg. No.	Status
1 ASCENT	Performance, Inc.	01/31/2003	3946639	Registration
2 AXIOM	Performance, Inc.	08/01/1998	3251698	Registration
3 CASALO	Performance, Inc.	09/18/2009	4242112	Registration
4 ED CYCLING	Performance, Inc.	02/02/2010	3853448	Registration
5 FF - Design (Covering "FF" Logo Design)	Performance, Inc.	07/09/2010	4050358	Registration
6 FORTE	Performance, Inc.	02/22/2010	3892398	Registration
7 FORTE	Performance, Inc.	08/02/2010	4040583	Registration
8 NASHBAR	Performance, Inc.	05/14/2010	4109523	Registration
9 Flying "P" - Design (oval with curved P)	Performance, Inc.	03/23/2009	4063748	Registration
10 Flying "P" - Design (oval with curved P)	Performance, Inc.	03/23/2009	3812180	Registration
11 Flying "P" - Design	Performance, Inc.	08/11/1998	3158387	Registration
12 Flying "P" - Design	Performance, Inc.	07/07/1988	1452501	Registration
13 PERFORMANCE	Performance, Inc.	08/11/1989	3389958	Registration
14 PERFORMANCE	Performance, Inc.	10/27/1989	3621687	Registration
15 PERFORMANCE BICYCLE SHOP	Performance, Inc.	10/27/1989	3679288	Registration
16 PERFORMANCE BICYCLE	Performance, Inc.	05/08/1986	2039120	Registration
17 PERFORMANCE BICYCLE	Performance, Inc.	10/27/1989	3621688	Registration
18 SCALDANTE	Performance, Inc.	05/09/2001	3583772	Registration
19 SCALDANTE	Performance, Inc.	03/22/2010	3853451	Registration
20 SPIN DOCTOR	Performance, Inc.	10/01/2008	3453647	Registration
21 SPIN DOCTOR	Performance, Inc.	10/01/2008	3930257	Registration
22 SPIN DOCTOR	Performance, Inc.	03/28/2015	4845617	Registration
23 TEAM PERFORMANCE	Performance, Inc.	06/13/2000	2519694	Registration
24 TRAVEL TRAC	Performance, Inc.	02/02/2010	3898581	Registration
25 WHERE GREAT RIDES BEGIN	Performance, Inc.	04/03/2009	3808147	Registration