

05-08-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

5-6-03 RECORDED TRI



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DEPARTMENT OF COMMERCE S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Stearns Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State of Minnesota Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date:

2. Name and address of receiving party(ies)

Name: Bank One, NA

Internal Address: 1717 Main Street, 3rd Floor

Street Address:

City: Dallas State: Texas Zip: 75201

- Individual(s) citizenship Association (national banking association) General Partnership Limited Partnership Corporation-State Other

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) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) See attached list

Additional number(s) attached Yes No

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

Name: Cathryn Berryman

Internal Address: Jenkens & Gilchrist, P.C.

1445 Ross Avenue, Suite 3200

Dallas, Texas 75202-2799

Street Address:

City: State: Zip:

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 240.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

If check is not received with this correspondence, or additional fees are required, please charge to Deposit Account 10-0447.

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Cathryn Berryman

Name of Person Signing

Cathryn Berryman Signature

5-1-03

Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

05/08/2003 LNUELLER 00000005 2132072

01 FC:0521 02 FC:0522

40.00 DP 200.00 DP

TRADEMARK REEL: 002727 FRAME: 0714

List of Trademarks

Stearns Inc.

TRADEMARK	TRADEMARK NO.
MAD DOG GEAR & DESIGN	2,132,072
STEARNS	1,115,565
STEARNS	1,578,879
STEARNS & DESIGN	1,093,122
STEARNS MARKS OF EXCELLENCE & DESIGN	1,078,289
STEARNS OUTDOORS & DESIGN	2,294,689
STEARNS NAME OF EXCELLENCE & DESIGN	1,560,763
STEARNS MARK OF EXCELLENCE & DESIGN	1,078,289
STEARNS & COAT OF ARMS MARK OF EXCELLENCE (Lion &)	1,560,763

TRADEMARK SECURITY AGREEMENT
(Stearns Inc.)

This Trademark Security Agreement ("Agreement") is between Stearns Inc., a Minnesota corporation (the "Debtor"), and Bank One, NA, a national banking association (the "Secured Party"), acting in its capacity as contractual representative under the Credit Agreement described hereinbelow, and is executed pursuant to that certain Credit Agreement dated as of March 25, 2003 (as amended, restated, or otherwise modified from time to time, the "Credit Agreement"; all terms defined in the Credit Agreement, wherever used herein, shall have the same meanings herein as are prescribed by the Credit Agreement) among K2 Inc. and each of its Subsidiaries party thereto, the Lenders party thereto, and the Secured Party.

Recitals:

A. The Debtor and the Secured Party are parties to that certain Pledge and Security Agreement dated as of March 25, 2003 (as amended, restated, or otherwise modified from time to time, the "Security Agreement").

B. Pursuant to the terms of the Security Agreement, the Debtor has granted to the Secured Party, for the benefit of the Secured Party and the Lenders, a lien and security interest in all General Intangibles (as defined in the Security Agreement) of the Debtor, including, without limitation, all of the Debtor's right, title, and interest in, to, and under all now owned and hereafter acquired Trademarks (as defined below), together with the goodwill of the business symbolized by the Debtor's Trademarks, and Trademark Licenses (as defined below), and all products and proceeds thereof, to secure the payment of the U.S. Obligations.

Agreement:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Debtor hereby grants and assigns to the Secured Party, for the benefit of the Secured Party and the Lenders, to secure the payment of the U.S. Obligations, a continuing security interest, lien, and collateral assignment in all of the Debtor's right, title, and interest in, to, and under the following (all of the following items or types of property being herein collectively referred to as the "Trademark Collateral"), whether presently existing or hereafter created or acquired:

(1) (a) (i) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, service marks, logos, other business identifiers, prints and labels on which any of the foregoing appear, all registrations and recordings thereof, and all applications in connection therewith, including, without limitation, registrations, recordings, and applications in the United States Patent and Trademark Office or in any similar office or agency of the U.S., any state thereof, or any other country or any political subdivision thereof, (ii) all reissues, extensions, and renewals thereof, (iii) all income, royalties, damages, and payments now or hereafter relating to or payable under any of the foregoing, including, without limitation, damages or payments for past or future infringements of any of the foregoing,

(iv) the right to sue for past, present, and future infringements of any of the foregoing; (v) all rights corresponding to any of the foregoing throughout the world, and (vi) all goodwill associated with and symbolized by any of the foregoing; in each case, whether now owned or hereafter acquired by the Debtor (all of such items in this clause (a) being referred to herein collectively as the "Trademarks"); (b) any written agreement now or hereafter in existence granting to the Debtor any right to use any Trademark ("Trademark License"); (c) each trademark registration ("Trademark Registration"); and (d) each trademark application ("Trademark Application") (including, without limitation, each Trademark, Trademark Registration, and Trademark Application referred to in Schedule 1 annexed hereto, together with the goodwill of the business symbolized thereby);

(2) each Trademark License, to the extent allowable under the applicable license agreement (including, without limitation, each Trademark License referred to in Schedule 1 annexed hereto); and

(3) all products and proceeds of the foregoing, including, without limitation, any claim by the Debtor against third parties for past, present, or future (a) infringement, dilution, or breach of any Trademark, Trademark Registration, Trademark Application, or Trademark License (including, without limitation, any Trademark, Trademark Registration, Trademark Application, or Trademark License referred to in Schedule 1 annexed hereto, and any Trademark Registration issued pursuant to a Trademark Application referred to in Schedule 1 annexed hereto), or (b) injury to the goodwill associated with any Trademark, Trademark Registration, or Trademark Application.

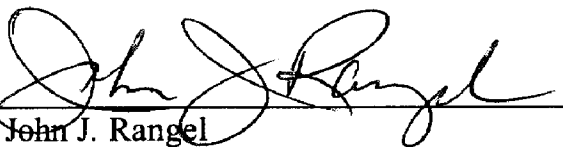
The lien and security interest contained in this Agreement is granted in conjunction with the liens and security interests granted to the Secured Party pursuant to the Security Agreement.

The Debtor hereby acknowledges and affirms that the rights and remedies of the Secured Party with respect to the liens and security interests in the Trademark Collateral made and granted hereby are more fully set forth in the Credit Agreement and the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

IN WITNESS WHEREOF, the Debtor has caused this Agreement to be duly executed by its duly authorized officer effective as of the 25th day of March, 2003.

DEBTOR:

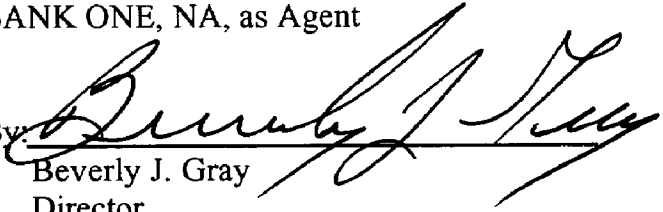
STEARNS INC.

By: 
John J. Rangel
Senior Vice President

SECURED PARTY:

BANK ONE, NA, as Agent

By:


Beverly J. Gray
Director

Schedule 1
to
Trademark Security Agreement
Trademarks

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	WILDERNESS EXPERIENCE	74/627,723/2,044,492	3-11-1997	Men's, women's and children's clothing, namely insulated and non-insulated jackets, coats, vests, and pants, insulated parkas, shirts, blouses, t-shirts, sweatshirts, insulated parkas, shirts, blouses, t-shirts, sweatshirts, sweatpants, sweaters, fleece garments, namely jackets, sweatshirts, tops and vests, knit shirts, tops, shorts, socks, sandals, boots, sports shoes, walking shoes and boots, rain jackets and rain pants, men's, women's and children's clothing, namely insulated and non-insulated jackets and coats, non-insulated pants, t-shirts, sweatshirts, sweatpants, fleece garments namely jackets, sweatshirts, tops and vests, knit shirts, tops, shorts, rain jackets and rain pants	Merger agreement dated 12-29-1997 from Garuda, Inc. and Dana Design, Ltd. Assignment dated 3-25-2-002 from Dana Design, Ltd. to Stearns Inc.	Registered

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	WILDERNESS EXPERIENCE	73/120, 100/1, 079, 888	12-20-1977	Luggage, namely backpacks, duffle bags, flight packs and carry-on bags	Nunc Pro Tunc assignment dated 4-2-1990 from Wilderness Experiences, Inc. to Base Camp 9 Corporation	Registered; Sec. 8 & 15 affidavit filed
						Assignment dated 3-14-1995 from Base Camp 9 Corporation to Wilderness Experiences, Inc.	
						Merger assignment dated 12-29-1997 from Garuda, Inc. to Dana Design, Ltd.	
Stearns Inc.	US	AMPHIBIFLOAT	75/022, 208/2, 003, 035	9-24-1996	Inflatable mattress pads for recreational use	Assignment dated 3-25-2002 from Dana Design, Ltd. to Stearns Inc.	Registered
						Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	
Stearns Inc.	US	BRRR SUITS	169, 428/1, 112, 783	2-6-1979	Cold weather clothing, namely one and two-piece insulated suits	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Expired

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	CONTOUR-REST THERMO-GUARD	74/377,310/1,807,585	11-30-1993	Camping mattresses	Assignment dated 8-9-1996 from Basic Designs Inc. to Stearns Manufacturing Company	Cancelled - Sec. 8
Stearns Inc.	US	CORE-GUARD	73/265,014/1,172,999	10-13-1981	Industrial safety clothing for use in protecting against hypothermia namely floatable life-saving suits, vests, jackets and pants	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	CROSSTECH	75/057,224/2,083,260	7-29-1997	Life saving equipment, namely personal flotation devices, plastic flotation foam sold as a component of personal flotation devices	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered
Stearns Inc.	US	DRY WEAR & DESIGN	73/035,506/1,025,291	11-18-1975	Outdoor jackets, parkas, pants and suits	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	EHP...EXTENDED HYPOTHERMIA	73/185,390/1,155,164	5-19-1981	Personal flotation devices, namely life vests and life jackets	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered - Supplemental Register, Sec. 8 affidavit filed

TRADEMARK
REEL: 002727 FRAME: 0721

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Licenses	Status
Stearns Inc.	US	ERGOMAT & DESIGN	74/179,207/1,719,491	9-22-1992	Camping mattresses	Assignment dated 8-9-1996 from Basic Designs, Inc. to Stearns Manufacturing Company	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	ERGOPEDIC	74/299,969/1,860,408	10-25-1994	Air mattresses primarily used for camping	Change of Name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Cancelled - Sec. 8
Stearns Inc.	US	GATSBY	72/452,624/993,765	9-24-1974	Buoyant life saving jackets and vest	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	HANSA-BRANTA (STYLIZED)	166,325/1,118,836	5-22-1979	Cold weather clothing, namely insulated coats and vests	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Expired

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	HEADS-UP	72/103,369/718,892	7-25-1961	Life jackets	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	MAD DOG GEAR & DESIGN	75/171,843/2,132,072	1-27-1998	Back packs, fanny packs, day packs	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered
Stearns Inc.	US	MAN OVERBOARD & DESIGN	73/419,090/1,277,939	5-15-1984	Automatic inflatable life rings	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	QUALITY IS OUR TRADITION	75/145,944/2,091,082	8-26-1997	Life saving equipment, namely personal flotation devices	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	RAINJAMMER	75/320,520/2,180,512	8-11-1998	Outdoor jackets, parkas, pants and suits	None listed	Registered
Stearns Inc.	US	SANS-SOUICI	72/280,895/864,919	2-18-1969	Floatable or life saving sportsman's vest	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed

TRADEMARK
REEL: 002727 FRAME: 0723

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	California	SEAVIEW	86,295/86,295	12-24-1987	Underwater viewers	Assignment dated 1-13-1997 from Basic Designs, Inc. to Stearns Manufacturing Company	Registered
Stearns Inc.	US	S.O.S.-PAK	74/718,536/1,988,649	7-23-1996	Inflatable personal flotation device	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered
Stearns Inc.	US	STEARNS	73/158,053/1,115,565	3-27-1979	Personal flotation devices, namely floatable and inflatable life saving vests and jackets, garments for outdoor wear, namely insulated one piece and two piece outdoor suits for cold weather use, insulated hunting suits, down insulated coats, jackets and vests, and parkas, and outdoor water repellent sports garments, namely parkas, hats, jackets and trouser combinations	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	STEARNS	73/784,789/1,578,879	1-23-1990	Boat covers		Registered, Sec. 8 & 15 affidavit filed

TRADEMARK
REEL: 002727 FRAME: 0724

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	STEARNS & DESIGN	102,217/1,093,122	1-23-1990	Boat covers	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	STEARNS MARKS OF EXCELLENCE & DESIGN	73/103,014/1,078,289	11-29-1977	Personal flotation devices namely floatable life vests, garments for outdoor wear, namely insulated coats, jackets and vests	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed
Stearns Inc.	US	STEARNS CLASSIC	75/314,549	6-30-1997	Watercraft covers namely boat covers, recreational watercraft covers, pontoon boat covers, kayak covers and canoe covers	None listed	Abandoned, no SOU filed
Stearns Inc.	US	STEARNS OUTDOORS & DESIGN	75/390,517/2,294,689	11-23-1999	Dry enclosures, namely dry bags	None listed	Registered
Stearns Inc.	US	SUN SHOWER	73/521,658/1,352,677	8-6-1985	Portable shower appliance, water within which is solar heated	Assignment dated 8-9-1996 from Basic Designs, Inc. to Stearns Manufacturing Company	Registered; Sec. 8 & 15 affidavit filed

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	THE EQUALIZER	73/458,384/1,307,067	11-27-1984	Mattresses	Assignment dated 8-9-1996 from Basic Designs, Inc. to Stearns Manufacturing Company	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	Wear It...DON'T STOW IT!!	73/170,332/1,119,569	6-5-1979	Flotation life preserver vests	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	WINDJAMMER	72/409,732/943,192	9-19-1972	Flatable or lifesaving garment for out-of-doors sporting wear	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	WINDJAMMER	75/317,250	6-30-1997	Watercraft covers, namely boat covers, jet ski covers, pontoon boat covers, kayak covers and canoe covers	None listed	Abandoned; Failure to respond
Stearns Inc.	US	ZIG (STYLIZED)	75/377,564/2,193,837	10-6-1998	Inflatable ride on toys which can be towed	None listed	Registered
Stearns Inc.	US	ZIGSTER (STYLIZED)	75/377,550/2,192,343	9-29-1998	Inflatable ride on toys which can be towed	None listed	Registered

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	FLY TECH	74/330,917/1,894,491	5-16-1995	Backpacks and fanny packs, fishing waders and footwear, fishing vests and rainwear, fishing and other sports equipment and accessories, namely tubes in the nature of fishing floats and roll bags and ear bags, namely sportsman's fishing bags	Name change dated 9-8-1998 from International Marketing Specialist, Inc. to Fly Technologies, Inc.	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	GLADES GEAR	73/811,829/1,608,327	7-31-1990	Hunting clothes, namely insulated and uninsulated pants, jackets, vests, coveralls and gloves, face coverings and rain wear, namely, rain suits, rain jackets, rain pants and ponchos, footwear and fishing waders	Change of name dated 9-8-1998 from International Marketing Specialists, Inc. to Fly Technologies, Inc.	Cancelled - Sec. 8
						Assignment dated 10-5-1998 from Fly Technologies, Inc. to Stearns Inc.	

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	SANTIVA	73/813,619/1,586,882	3-13-1990	Water sports clothing, namely swimsuits, wetsuits, and foul weather gear consisting of waterproof hats, pants, jackets and rainsuits	Change of name dated 9-8-1998 from International Marketing Specialists, Inc. to Fly Technologies, Inc.	Cancelled - Sec. 8
Stearns Inc.	US	BASS TECH	75/337,817	7-22-1997	Sportswear, namely shirts, shorts, pants, fishing waders and footwear, fishing vests and rainwear, fishing and other sports equipment and accessories namely tubes in the nature of fishing floats and roll bags and gear bags, namely sportsman's fishing bags	Assignment dated 10-5-1998 from Fly Technologies, Inc. to Stearns Inc.	Abandoned, no SOU filed
Stearns Inc.	US	SEAL-DRI	75/307,490/2,293,209	11-16-1999	sportswear, namely, fishing waders		Registered
Stearns Inc.	US	TROUT CREEK	75/271,122	3-20-1997	Fishing waders, fishing vests and rainwear	Assignment dated 9-8-1998 from International Marketing Specialists, Inc. to Fly Technologies, Inc.	Abandoned, no SOU filed

TRADEMARK
REEL: 002727 FRAME: 0728

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	ZIGGY	75/317,509	6-30-1997	Inflatable tube for recreational use	None listed	Abandoned - Express
Stearns Inc.	US	SEALDRI	75/307,490/2,293,209	11-16-1999	Sportswear namely fishing waders	Assignment dated 10-5-1998 from Fly Technologies, Inc. to Stearns Inc.	Registered
Stearns Inc.	US	SEAL-TEX	75/307,486	5-27-1997	Sportswear, namely shirts, shorts, pants, fishing waders and footwear, fishing vests and rainwear, fishing and other sports equipment and accessories namely tubes in the nature of fishing floats and roll bags and gear bags, namely sportsman's fishing bags	Assignment dated 10-5-1998 from Fly Technologies, Inc. to Stearns Inc.	Abandoned, no SOU filed
Stearns Inc.	US	STEARNS NAME OF EXCELLENCE & DESIGN	73/784,790/1,560,763	10-17-1989	Boat covers	Change of name dated 10-20-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered, Sec. 8 & 15 affidavit filed

TRADEMARK
REEL: 002727 FRAME: 0729

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	THE GRIPPER	73/782,783/1,565,980	11-14-1989	Cleats for securing ropes	Assignment dated 1-18-1994 from Concept Industries, Inc. to Goldeneye Products, Inc. Assignment dated 5-27-1999 from Goldeneye Products, Inc. to P&L Associates Assignment dated 7-15-2002 from Goldeneye Products, Inc. to Stearns Inc.	Registered; Sec. 8 & 15 affidavit filed

TRADEMARK
REEL: 002727 FRAME: 0730

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	US	CONTROL & DESIGN	73/522,616/1,380,189	1-28-1986	Trolling motor foot switches	Assignment dated 11-8-1993 from Jack Robertson to Goldeneye Products, Inc. Assignment dated 2-18-1997 from Goldeneye Products, Inc. to Norwest Business Credit, Inc.	Registered; Sec. 8 & 15 affidavit filed
Stearns Inc.	US	ALASKIMO	73/106,715/1,085,570	2-14-1978	Cold weather clothing namely parkas	Assignment dated 3-25-1999 from P&L Associates to Goldeneye Products, Inc.	Expired
Stearns Inc.	US	STEARN'S MARK OF EXCELLENCE & DESIGN	73/103,014/1,078,289	10-13-1976	Personal flotation devices, namely, floatable life vests, garments for outdoor wear, namely, insulated coats, jackets, and vests.	Assignment dated 7-15-2002 from Goldeneye Products, Inc. to Stearns Inc.	Registered
Stearns Inc.	US	STEARN'S & COAT OF ARMS MARK OF EXCELLENCE (Lion &)	73/784,790/1,560,763	3-6-1989	Boat covers.	None listed	Registered

TRADEMARK
REEL: 002727 FRAME: 0731

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	UK	STEARNS DESIGN	B1243360	6-5-1985	Articles of outerclothing, vests	None listed	Registered
Stearns Inc.	UK	STEARNS & DESIGN	B1243359	6-5-1985	Articles of outerclothing, vests	None listed	Registered
Stearns Inc.	Canada	STEARNS OUTDOORS & DESIGN	0878,088/TMA539,986	1-22-2001	Dry enclosures, namely, dry bags	None listed	Registered
Stearns Inc.	Canada	ZIGSTER & DESIGN	0867,536/TMA	1-27-1998	Inflatable ride on toys which can be towed	None listed	Abandoned - Sec. 36
Stearns Inc.	Canada	ZIG & DESIGN	0867,534/TMA522,711	2-7-2000	Inflatable ride on toys which can be towed	None listed	Registered
Stearns Inc.	Canada	QUALITY IS OUR TRADITION	0844,328/TMA508,488	2-24-1999	Personal flotation devices, namely life jackets	None listed	Registered
Stearns Inc.	Canada	MAD DOG GEAR & DESIGN	0835,534/TMA	2-3-1997	Back packs, fanny packs, and day packs	None listed	Pending - Extension of time
Stearns Inc.	Canada	CROSSTECH	0817,672/TMA504,145	11-16-1998	Life saving equipment, namely personal flotation devices, plastic flotation foam sold as a component of personal flotation devices; personal flotation devices; plastic flotation foam sold as a component for personal flotation devices	None listed	Registered
Stearns Inc.	Canada	STEARNS MARK OF EXCELLENCE & DESIGN	0624,643/TMA371,512	8-3-1990	Personal flotation devices, namely flotation devices, namely floatable and inflatable life saving vests and jackets, garments for outdoor wear, namely insulated one-piece and two-piece outdoor suits for cold weather use, insulated hunting suits, down insulated coats, jackets and vests and parkas, and outdoor water repellent sports garments, namely parkas, hats, caps, jackets, and trouser combinations and trousers	None listed	Registered
Stearns Inc.	Canada	THE GRIPPER	0605,777/TMA398,605	5-29-1992	Cleats for belaying of rope	None listed	Registered

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	Canada	WILDERNESS EXPERIENCE	0473,914/TMA272,341	9-3-1982	Backpacks, soft luggage, tents, sleeping bags, parkas, vests, jackets, and rainwear namely waterproof and water repellent jackets and raincoats	Assignment dated 10-20-1995 from Wilderness Experience, Inc. to Wilderness Experience, Inc.	Registered
Stearns Inc.	Canada	AQUAFOAM	0428,755/TMA255,560	2-6-1991	Life vests and life jackets, plastic flotation foam sold as a component of life vests and life jackets	Change of name dated 5-14-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered
Stearns Inc.	Canada	STEARNS	0423,656/TMA249,656	8-22-1980	Personal flotation devices, namely floatable and inflatable life saving vests and jackets, garments for outdoor wear, namely insulated one piece and two piece outdoor suits for cold weather use, insulated hunting suits, down insulated coats, jackets and vests and parkas, hats, jackets and trouser combinations and trousers	Change of name dated 5-14-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered
Stearns Inc.	Canada	SANS-SOUCI	0337,475/TMA178,835	10-8-1971	A floatable or life-saving sportsman's vest for out-of- doors sporting wear	Change of name dated 6-14-1997 from Stearns Manufacturing Company to Stearns Inc.	Registered

TRADEMARK
REEL: 002727 FRAME: 0733

Owner of Record/ Next Owner	Country of Registration	Trademark	Application No./ Registration No.	Filing/ Registration Date	Goods	Liens	Status
Stearns Inc.	CTM	WILDERNESS EXPERIENCE	605477	10-20-1998	Bags, duffel bags, flight packs, carry-on bags, trunks and travelling bags, handbags, shopping bags, school bags, bags for campers, bags for climbers, luggage, backpacks, knapsacks, sleeping bags, men's, women's and children's clothing items footwear, headgear	None listed	Registered

Trademark Licenses

Name of Agreement and Parties thereto	Trademark	Application No./ Registration No.	Date of Agreement