

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PNC Bank, National Association		10/18/2013	Financial Institution: UNITED STATES

RECEIVING PARTY DATA

Name:	Gaiam Americas, Inc.
Street Address:	833 West South Boulder Road
City:	Louisville
State/Country:	COLORADO
Postal Code:	80027
Entity Type:	CORPORATION: COLORADO

Name:	SPRI Products, Inc.
Street Address:	833 West South Boulder Road
City:	Louisville
State/Country:	COLORADO
Postal Code:	80027
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Serial Number:	85631798	BANYAN & BO
Serial Number:	85629384	BANYAN & BO
Registration Number:	3261485	FAST & FIRM SERIES
Registration Number:	1895931	FIRM
Registration Number:	1888532	FIRM BELIEVERS
Registration Number:	2687414	FIRM FORMULA
Registration Number:	1871175	GOODTIMES
Registration Number:	1766686	GOODTIMES

OP \$1190.00 85631798

Registration Number:	1905525	GOODTIMES
Registration Number:	2336886	GREATEST HEROES AND LEGENDS OF THE BIBLE
Registration Number:	3171866	GT XPRESS 101
Serial Number:	85588205	MAXEDGE
Serial Number:	85477903	MAXNATURAL
Serial Number:	85030987	STEP360
Registration Number:	4027161	STEP360
Serial Number:	85030952	STEP360
Registration Number:	4027167	STEP360
Registration Number:	2117719	THE FIRM
Registration Number:	3996936	THEFIRM
Registration Number:	3985579	THE FIRM
Registration Number:	1522134	THE FIRM
Registration Number:	1928088	THE FIRM
Registration Number:	3104372	THE FIRM BOX
Registration Number:	3056957	THE TRANSFIRMER
Registration Number:	3096068	TOTAL STRIDER
Registration Number:	3605885	WALK AWAY THE POUNDS
Registration Number:	3080081	WALK AWAY THE POUNDS EXPRESS
Registration Number:	3619418	KETTLENETICS
Registration Number:	3626962	KETTLENETICS
Registration Number:	2694031	ABC 4 KIDZ
Registration Number:	3151724	EXERGYM
Registration Number:	2891720	FLEX N' POINT
Registration Number:	2660752	PILATES POWER RING
Registration Number:	2660721	PILATES-ANYWHERE...ANYTIME
Registration Number:	1568600	PUMPING RUBBER
Registration Number:	3665300	SLANTED RISER
Registration Number:	3262184	SPRI
Registration Number:	2788411	SPRI
Registration Number:	2097387	SPRI
Registration Number:	2538305	SPRI
Registration Number:	2383873	XERBALL
Registration Number:	2692943	XERCUFFS
Registration Number:	2942487	XERDISC

	2064862	XERGYM
Registration Number:	2094904	XERING
Registration Number:	2101294	XERTUBE
Registration Number:	3091156	XPRESS

**CORRESPONDENCE DATA**

Fax Number: 3032230942  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: (303) 223-1142  
Email: eholmes@bhfs.com  
Correspondent Name: Emily C. Holmes  
Address Line 1: 410 Seventeenth Street  
Address Line 2: Suite 2200  
Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	011185.0025
NAME OF SUBMITTER:	Emily C. Holmes
Signature:	/emilycholmes/
Date:	10/30/2013

Total Attachments: 10  
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## RELEASE OF SECURITY INTEREST

This RELEASE OF SECURITY INTEREST, dated October 18, 2013 ("Agreement"), is made and entered into among PNC Bank, National Association, as agent ("Agent") and each of Gaiam Americas, Inc., a Colorado corporation ("Gaiam") and SPRI Products, Inc., an Illinois corporation ("SPRI" and with Gaiam, collectively, the "Grantors" and each a "Grantor").

WHEREAS, Agent, the Grantors, the other entities party thereto as borrowers, and the financial institutions party thereto as lenders have entered into a Revolving Credit and Security Agreement dated as of July 31, 2012 (as has been amended, modified, renewed, extended, replaced or substituted from time to time, the "Credit Agreement"), and all capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement;

WHEREAS, to secure its obligations under the Credit Agreement, the Grantors entered into that certain Intellectual Property Security Agreement, dated July 31, 2012 (the "IP Security Agreement"), wherein it assigned certain collateral to Agent, including the Trademarks, Patents, and Copyrights (each as defined in the IP Security Agreement) listed in Schedule A attached hereto (collectively, the "Intellectual Property"); and

WHEREAS, all obligations under the Credit Agreement have been satisfied, all liens under the Credit Agreement and the IP Security Agreement have been terminated, and Agent wishes to terminate and release all security interests, pledges, assignments, mortgages and liens of record granted to it in the Intellectual Property under the Credit Agreement and the IP Security Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein and other good and valuable consideration, receipt of which is hereby acknowledged, Agent and the Grantors agree as follows:

1. Release. Agent hereby discharges, terminates and releases all security interests, pledges, assignments, mortgages and liens granted to it (collectively, "Security Interests") in the Intellectual Property under the IP Security Agreement, and agrees that all of the Security Interests in the Intellectual Property are hereby discharged, terminated and released and hereby transfers and assigns to Gaiam or SPRI, as applicable, any and all right, title and interest that Agent may have obtained in, to and under the Intellectual Property under the Credit Agreement and the IP Security Agreement.

2. Perfection. Each of Gaiam, SPRI and Agent hereby authorizes the Director of the United States Patent and Trademark Office or Register of Copyrights, as applicable, to record this Agreement to reflect the release of Security Interests and reassignment of any interests with respect to the Intellectual Property.

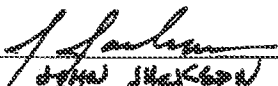
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IN WITNESS WHEREOF, the parties have executed this Release of Security Interest as of the date first above-mentioned.

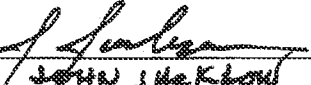
**PNC BANK, NATIONAL ASSOCIATION,**  
as Agent

By:   
Name: Albert Sarkis  
Title: Vice President

**GAIAM AMERICAS, INC.**



By:   
Name: Logan Skelton  
Title: VP



**SPRI PRODUCTS, INC.**

By:   
Name: Logan Skelton  
Title: VP

**SCHEDULE A**

**TRADEMARKS**

<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
BANYAN & BO	Gaiam Americas, Inc.	USA	pending	85631798 5-22-12
BANYAN & BO	Gaiam Americas, Inc.	USA	pending	85629384 5-18-12
FAST & FIRM SERIES (Word Mark)	Gaiam Americas, Inc.	USA	3261485 7-10-07	76565978 12-18-03
FIRM (Word Mark)	Gaiam Americas, Inc.	Canada	TMA433421 9-16-94	0723981
FIRM (Word Mark)	Gaiam Americas, Inc.	USA	1895931 5-30-95	74361143 2-22-93
FIRM BELIEVERS (Word Mark)	Gaiam Americas, Inc.	USA	1888532 4-11-95	74360804 2-22-93
FIRM BELIEVERS (Word Mark)	Gaiam Americas, Inc.	Canada	TMA433422 9-16-94	0723982
FIRM FORMULA (Word Mark)	Gaiam Americas, Inc.	USA	2687414 2-11-03	76329273 10-24-01
	Gaiam Americas, Inc.	USA	1871175 1-3-95	74496167 3-3-94
GOODTIMES (Word Mark)	Gaiam Americas, Inc.	USA	1766686 4-20-93	74179618 6-25-91
GOODTIMES (Word Mark)	Gaiam Americas, Inc.	USA	1905525 7-18-95	74557169 8-4-94
GOODTIMES (Word Mark)	Gaiam Americas, Inc.	Canada	TMA337571 2-26-88	0579049
GREATEST HEROES AND LEGENDS OF THE BIBLE (Word Mark)	Gaiam Americas, Inc.	USA	2336886 3-28-00 (Suppl. Reg.)	75606097 12-15-98
	Gaiam Americas, Inc.	USA	3171866 11-14-06	76569236 1-12-04
GT XPRESS 101 (Word Mark)	Gaiam Americas Inc.	Japan	5247121 7-10-09	2009-10081
MAXEDGE	Gaiam Americas,	USA	pending	85588205

<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
	Inc.			4-3-12
MAXNATURAL	Gaiam Americas, Inc.	USA	pending	85477903 11-21-11
	Gaiam Americas, Inc.	USA	pending	85030987 5-5-10
	Gaiam Americas, Inc.	USA	4027161 9-13-11	85975449 5-5-10
STEP360 (Word Mark)	Gaiam Americas, Inc.	Japan	5387021 1-28-11	2010-037763
STEP360 (Word Mark)	Gaiam Americas, Inc.	China	8439626 9-7-11	8439626
STEP360 (Word Mark)	Gaiam Americas, Inc.	China	pending	8439629
STEP360 (Word Mark)	Gaiam Americas, Inc.	China	8439656 7-14-11	8439656
STEP360 (Design Mark)	Gaiam Americas, Inc.	China	pending	8439625
STEP360 (Design Mark)	Gaiam Americas, Inc.	China	8439623 7-14-11	8439623
STEP360 (Design Mark)	Gaiam Americas, Inc.	China	8439621 9-7-11	8439621
STEP360 (Word Mark)	Gaiam Americas, Inc.	Canada	pending	1480899
STEP360 (Design Mark)	Gaiam Americas, Inc.	Canada	pending	1480901
STEP360 (Word Mark)	Gaiam Americas, Inc.	Mexico	1171020 7-28-10	1095435
STEP360 (Word Mark)	Gaiam Americas, Inc.	Mexico	1174010 8-17-10	1095436
STEP360 (Word Mark)	Gaiam Americas, Inc.	Mexico	1174011 8-18-10	1095437
STEP360 (Word Mark)	Gaiam Americas, Inc.	Mexico	1174012 8-17-10	1095438
STEP360 (Word Mark)	Gaiam Americas, Inc.	Mexico	1200256 2-9-11	1095439
STEP360	Gaiam Americas, Inc.	Mexico	1182068	1095440

<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
(Design Mark)			9-30-10	
STEP360 (Design Mark)	Gaiam Americas, Inc	Mexico	1176657 8-27-10	1095441
STEP360 (Design Mark)	Gaiam Americas, Inc	Mexico	1174299 8-18-10	1095442
STEP360 (Design Mark)	Gaiam Americas, Inc	Mexico	1174938 8-20-10	1095443
STEP360 (Design Mark)	Gaiam Americas, Inc	Mexico	1200257 2-9-11	1095444
STEP360 (Word Mark)	Gaiam Americas, Inc.	Australia	1361544 3-23-11	13280828
STEP360 (Design Mark)	Gaiam Americas, Inc.	Australia	1361546 3-23-11	13280950
STEP360 (Word Mark)	Gaiam Americas, Inc.	New Zealand	824187 11-13-10	824187
STEP360 (Design Mark)	Gaiam Americas, Inc.	New Zealand	824189 11-13-10	824189
STEP360 (Word Mark)	Gaiam Americas, Inc.	European Community (CTM)	009103482 5-13-10	009103482
STEP360 (Design Mark)	Gaiam Americas, Inc.	European Community (CTM)	009103474 5-13-10	009103474
STEP360 (Design Mark)	Gaiam Americas, Inc.	Japan	5387020 1-28-11	2010-037762
STEP360 (Word Mark)	Gaiam Americas, Inc.	USA	pending	85030952 5-5-10
STEP360 (Word Mark)	Gaiam Americas, Inc.	USA	4027167 9-13-11	85975479 5-5-10
The <b>FIRM</b>	Gaiam Americas, Inc.	USA	2117719 12-2-97	75174619 10-1-96
The <b>FIRM</b>	Gaiam Americas, Inc.	USA	3996936 7-19-11	85183610 11-23-10
THE FIRM (Word Mark)	Gaiam Americas, Inc.	Canada	TMA372967 9-7-90	0613837
THE FIRM (Word Mark)	Gaiam Americas, Inc.	New Zealand	660048 1-7-03	660048
THE FIRM	Gaiam Americas,	New Zealand	660513	660513



<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
(Word Mark)	Inc.		1-16-03	
THE FIRM (Word Mark)	Gaiam Americas, Inc.	New Zealand	660514 1-16-03	660514
THE FIRM (Word Mark)	Gaiam Americas, Inc.	USA	3985579 6-28-11	85183570 11-23-10
THE FIRM (Word Mark)	Gaiam Americas, Inc.	USA	1522134 1-24-89	73682569 9-3-87
THE FIRM (Word Mark)	Gaiam Americas, Inc.	USA	1928088 10-17-95	74591607 10-27-94
THE FIRM BOX (Word Mark)	Gaiam Americas, Inc.	USA	3104372 6-13-06	76548021 9-29-03
<b>The TRANSFIRMER</b>	Gaiam Americas, Inc.	USA	3056957 2-7-06	76623025 12-3-04
TOTAL STRIDER (Word Mark)	Gaiam Americas, Inc.	USA	3096068 5-23-06	76566362 12-12-03
WALK AWAY THE POUNDS (Word Mark)	Gaiam Americas, Inc.	Canada	TMA585707 7-22-03	1124589
WALK AWAY THE POUNDS (Word Mark)	Gaiam Americas, Inc.	USA	3605885 4-14-09	77565977 9-9-08
WALK AWAY THE POUNDS (Word Mark)	Gaiam Americas, Inc.	Australia	897486 12-7-01	
WALK AWAY THE POUNDS EXPRESS (Word Mark)	Gaiam Americas, Inc.	USA	3080081 4-11-06	76446718 9-4-02
XPRESS REDI SET GO (Word Mark)	Gaiam Americas Inc.	Japan	5400794 3-25-11	2009-10083
<b>kettlenetics</b>	Gaiam Americas, Inc.	USA	3619418 5-12-09	77976497 4-1-08
KETTLENETICS (Word Mark)	Gaiam Americas, Inc.	USA	3626962 5-26-09	77976474 3-31-08
THE FIRM (Word Mark)	Gaiam Americas, Inc.	United Kingdom	2303436 11-29-02	2303436
THE RAMP (Design Mark)	Gaiam Americas, Inc.	China	3660432 12-21-05	3660432
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Taiwan	1099934 5-1-04	92050778
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Malaysia	0309602 3-21-03	2003-09602
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Costa Rica	pending	2003-5402

<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
THE RAMP (Design mark)	Gaiam Americas, Inc.	New Zealand	703841 11-3-03	703841
THE FIRM (Word Mark)	Gaiam Americas, Inc.	Mexico	757376 7-3-02	554663
THE FIRM (Word Mark)	Gaiam Americas, Inc.	Mexico	757377 7-3-02	554665
GOODTIMES (Word Mark)	Gaiam Americas, Inc.	Taiwan	698543 12-1-95	
THE FIRM (Word Mark)	Gaiam Americas, Inc.	Japan	5014815 1-5-07	2006-026304
THE FIRM (Word Mark)	Gaiam Americas, Inc.	Japan	3228754 11-29-96	H06-041562
THE FIRM (Word Mark)	Gaiam Americas, Inc.	South Africa	2002/10197 7-15-02	2002/110197
THE FIRM (Word Mark)	Gaiam Americas, Inc.	South Africa	2002/10199 7-15-02	2002/110199
THE FIRM (Word Mark)	Gaiam Americas, Inc.	South Africa	2002/10200 7-15-02	2002/110200
THE FIRM (Word Mark)	Gaiam Americas, Inc.	Australia	918795 7-4-02	
THE FIRM (Word Mark)	Gaiam Americas, Inc.	European Community (CTM)	2758563 10-30-03	2758563
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Korea	0586721 7-5-04	40-2003-34690
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Australia	965213 8-8-03	
THE RAMP (Design Mark)	Gaiam Americas, Inc.	European Community (CTM)	3289162 4-2-05	3289162
WALK AWAY THE POUNDS (Word Mark)	Gaiam Americas, Inc.	European Community (CTM)	2512689 12-14-01	2512689
GOODTIMES (Word Mark)	Gaiam Americas, Inc.	Singapore	T94/10387C 11-30-94	T94/10387C
GOODTIMES (Word Mark)	Gaiam Americas, Inc.	Argentina	2062717 1-13-06	2543478
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Singapore	T03/11545H 3-20-03	T03/11545H
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Thailand	Kor197416 7-29-03	525394

<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
THE RAMP (Design Mark)	Gaiam Americas, Inc.	Argentina	2007488 1-25-05	2448087
ABC 4 KIDZ	SPRI Products, Inc.	USA	2694031 3-04-03	76294002 8-2-01
EXERGYM	SPRI Products, Inc.	USA	3151724 10-3-06	78423716 5-24-04
FLEX N' POINT	SPRI Products, Inc.	USA	2891720 10-5-04	76483820 1-21-03
PILATES POWER RING	SPRI Products, Inc.	USA	2660752 12-10-02	76308434 8-31-01
PILATES- ANYWHERE...ANYTIME	SPRI Products, Inc.	USA	2660721 12-10-02	76296615 8-07-01
PUMPING RUBBER	SPRI Products, Inc.	USA	1568600 11-28-89	73790749 4-3-89
SLANTED RISER	SPRI Products, Inc.	USA	3665300 8-4-09	77582128 9-30-08
SPRI	SPRI Products, Inc.	Australia	948432 3-26-03	948432 3-26-03
SPRI	SPRI Products, Inc.	European Community	003114857 3-31-03	003114857 3-31-03
SPRI	SPRI Products, Inc.	USA	3262184 7-10-07	78530013 12-9-04
SPRI	SPRI Products, Inc.	USA	2788411 12-2-03	76451065 9-19-02
SPRI	SPRI Products, Inc.	Japan	4839192 2-18-05	200330942 4-16-03
SPRI	SPRI Products, Inc.	Japan	5013489 12-22-06	2004-53908 6-10-04
SPRI	SPRI Products, Inc.	Mexico	1122630 9-25-09	869155 7-18-07
SPRI	SPRI Products, Inc.	USA	2097387 9-16-97	75153728 8-21-96
SPRI	SPRI Products, Inc.	Canada	TMA572594 12-18-02	1090019 1-23-01
SPRI	SPRI Products, Inc.	Taiwan	1359255 4-16-09	096054848 11-20-07
SPRI	SPRI Products, Inc.	USA	2538305 2-12-02	76295005 8-2-01

<u>Trademark</u>	<u>Owner</u>	<u>Country</u>	<u>Reg. No./Reg. Date</u>	<u>Serial No./Appl. Date</u>
SPRI (Class 28)	SPRI Products, Inc.	China (People's Republic)	6430567 5-21-10	6430567 12-11-07
SPRI (Class 9)	SPRI Products, Inc.	China (People's Republic)	6430815 3-28-10	6430815 12-11-07
XERBALL	SPRI Products, Inc.	USA	2383873 9-5-00	75504006 6-17-98
XERCUFFS	SPRI Products, Inc.	USA	2692943 3-4-03	76402224 4-29-02
XERDISC	SPRI Products, Inc.	USA	2942487 4-19-05	76404431 5-7-02
XERGYM	SPRI Products, Inc.	USA	2064862 5-27-97	75088273 4-15-96
XERING	SPRI Products, Inc.	USA	2094904 9-9-97	75153741 8-21-96
XERTUBE	SPRI Products, Inc.	USA	2101294 9-30-97	75162275 9-9-96
XPRESS	SPRI Products, Inc.	USA	3091156 5-9-06	78406474 4-22-04

## PATENTS

<u>Title</u>	<u>Owner</u>	<u>Country</u>	<u>Patent No. / Issue Date</u>	<u>Appl. No./ Appl. Date</u>
ADJUSTABLE EXERCISE DEVICE AND A DEVICE FOR ADJUSTING AN EXERCISE DEVICE	SPRI Products, Inc.	USA	8088046 1-3-12	13072517 3-25-11
ADJUSTABLE RESISTANCE TRAINING APPARATUS	SPRI Products, Inc.	USA	7998037 8-16-11	12761142 4-15-10
ADJUSTABLE EXERCISE DEVICE AND A DEVICE FOR ADJUSTING AN EXERCISE DEVICE	SPRI Products, Inc.	USA	7927256 4-19-11	11381915 5-5-06
ADJUSTABLE EXERCISE DEVICE AND A DEVICE FOR ADJUSTING AN EXERCISE DEVICE	SPRI Products, Inc.	USA	7922623 4-12-11	11381894 5-5-06
RESISTANCE EXERCISE DEVICE	SPRI Products, Inc.	USA	7628743 12-8-09	12327416 12-3-08
RESISTANCE EXERCISE DEVICE	SPRI Products, Inc.	USA	7503883 3-17-09	11757866 6-4-07

<u>Title</u>	<u>Owner</u>	<u>Country</u>	<u>Patent No. / Issue Date</u>	<u>Appl. No./ Appl. Date</u>
EXERCISE DEVICE	SPRI Products, Inc.	USA	7455632 11-25-08	10958905 10-5-04
INCLINED RISER FOR AN EXERCISE DEVICE	SPRI Products, Inc.	USA	D560260 1-22-08	29258158 4-18-06
EXERCISE DEVICE	SPRI Products, Inc.	USA	7175574 2-13-07	10774719 2-9-04
EXERCISE DEVICE AND METHOD FOR FORMING HANDLES OF THE DEVICE	SPRI Products, Inc.	USA	5800322 9-1-98	852962 4-4-97
BALL CHAIR	Gaiam Americas, Inc.	USA	D635373 4-5-11	29372084 10-12-10
COOKWARE	Gaiam Americas, Inc.	USA	D602732 10-27-09	29315192 6/2/09
SPATULA	Gaiam Americas, Inc.	USA	D602313 10-20-09	29315191 6-2-09

COPYRIGHTS

<u>COPYRIGHTS</u>				
<u>Mark</u>	<u>Status</u>	<u>Country</u>	<u>Reg No</u>	<u>Reg Date</u>
None.				