

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Prince Sports, Inc.		04/19/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	101 N. Tryon St., NC1-001-04-39
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 107

Property Type	Number	Word Mark
Registration Number:	3009636	SHARK
Registration Number:	2691074	SCREAM
Registration Number:	2906101	NFS
Registration Number:	2972343	PRINCE RULE THE COURT
Registration Number:	3029826	PRINCE RULE THE COURT
Registration Number:	2952664	PRO LITE
Registration Number:	2799892	STING ABT
Registration Number:	2690808	PRINCE
Registration Number:	2740761	MORE PERFORMANCE
Registration Number:	2714514	MORE
Registration Number:	2730426	AIR+
Registration Number:	2845591	DIRECT CONTACT
Registration Number:	2878271	BANDIT
Registration Number:	2732967	SOVEREIGN

OP \$2690.00 3009636

Registration Number:	2637023	SET
Registration Number:	2637022	MATCH
Registration Number:	2637021	POINT
Registration Number:	2637020	GAME
Registration Number:	2592838	WARRIOR
Registration Number:	2595694	WALLGLIDER
Registration Number:	2561442	ATTACK WITH BALANCE
Registration Number:	2474472	VENDETTA
Registration Number:	2381515	
Registration Number:	2548558	
Registration Number:	2464525	POWERFAN
Registration Number:	2415442	PROBLEND
Registration Number:	2403797	PRINCEGRIP
Registration Number:	2428951	SHOCK ERASER
Registration Number:	2750704	STROBE
Registration Number:	2462587	REACT
Registration Number:	2462586	OUTRAGE
Registration Number:	2413195	TRIPLE THREAT
Registration Number:	2416564	PLAY WITH FIRE
Registration Number:	2488521	PRINCE FITNESS
Registration Number:	2488520	LITE BEAM
Registration Number:	2265755	SHOCK ERASER
Registration Number:	2653026	MORPH BEAM
Registration Number:	2275025	QUIKTRAC
Registration Number:	2254495	FEATHERSTRIKE
Registration Number:	2254490	WALLBANGER
Registration Number:	2267723	ROTO SHIELD
Registration Number:	2296706	HYDROTITE
Registration Number:	2702774	PRINCE
Registration Number:	2118113	EKTELON
Registration Number:	2120037	PRINCE
Registration Number:	2120034	DURAFLEX
Registration Number:	2257578	FUSION
Registration Number:	2121513	NEOS
Registration Number:	2127852	THUNDERLIGHT

Registration Number:	2052953	PRINCE P
Registration Number:	2047632	PRINCE P
Registration Number:	2082484	POWER RING
Registration Number:	2090003	WALLBANGER
Registration Number:	2070826	WALLBEATER
Registration Number:	2068010	DURAPERF
Registration Number:	2102614	THUNDER
Registration Number:	2015230	P
Registration Number:	2104360	NATURAL FOOT SHAPE
Registration Number:	1992784	PRINCE
Registration Number:	2003677	VISION GRIP
Registration Number:	2104531	EKTELON
Registration Number:	1656894	ZEROVIBE
Registration Number:	1596440	PRINCE
Registration Number:	1581712	TOPSPIN
Registration Number:	1630967	ENDURANCE
Registration Number:	1550303	CONSTANT TAPER SYSTEM
Registration Number:	1548472	CTS APPROACH
Registration Number:	1547561	EXTENDER
Registration Number:	1542721	LANGERT
Registration Number:	1534465	
Registration Number:	1511891	FOILER
Registration Number:	1462052	PRINCE
Registration Number:	1438181	XPRE GRAPHITE
Registration Number:	1438180	QUANTUS GRAPHITE
Registration Number:	1461716	SPECTER
Registration Number:	1445321	QUAZAR
Registration Number:	1434096	DYNAX
Registration Number:	1381600	OPTIMA GRAPHITE
Registration Number:	1382497	ROGUE
Registration Number:	1381598	TORON GRAPHITE
Registration Number:	1394173	MAGNUM
Registration Number:	1372306	SENTINEL
Registration Number:	1372304	DEFLECTOR
Registration Number:	1402294	CLASSIC

Registration Number:	1352974	PRINCE
Registration Number:	1300735	PROBLEND
Registration Number:	1390020	ALL-PRO
Registration Number:	1369203	RACQUETBALLER
Registration Number:	1290217	PRINCE
Registration Number:	1290202	PRINCE
Registration Number:	1307141	P
Registration Number:	1284452	PRINCE
Registration Number:	1233680	PRINCE
Registration Number:	1210697	
Registration Number:	1202163	EKTELON
Registration Number:	1175337	P
Registration Number:	1103956	PRINCE
Registration Number:	1049720	PRINCE
Registration Number:	0976308	EKTELON
Registration Number:	2810296	DURAZORB
Registration Number:	2810295	DURATAC
Registration Number:	2810294	DURATRED
Registration Number:	2810293	HOT SHOT
Serial Number:	78801165	LIGHTNING
Serial Number:	78776832	RECOIL
Serial Number:	78490149	O3
Serial Number:	76552466	DIABLO

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8049
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625.3511NGSITPRINSPJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/

TRADEMARK

REEL: 003309 FRAME: 0172

Date:

05/15/2006

Total Attachments: 6

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement (First Lien) dated as of April 19, 2006 (the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Secured Parties:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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See Exhibit A attached hereto and made a part hereof.

TRADEMARK APPLICATIONS

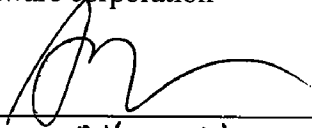
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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See Exhibit A attached hereto and made a part hereof.

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PRINCE SPORTS, INC.,
a Delaware corporation

By: 
Name: Allan Weinstein
Title: Vice Pres.

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: _____
Title: _____

**PRINCE SPORTS HOLDINGS, INC.
NOTICE OF GRANT OF SECURITY
INTEREST IN TRADEMARKS (FIRST LIEN)**

**TRADEMARK
REEL: 003309 FRAME: 0175**

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PRINCE SPORTS, INC.,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: *Maria A. McClain*
Name: Maria A. McClain
Title: Vice President

**PRINCE SPORTS HOLDINGS, INC.
NOTICE OF GRANT OF SECURITY
INTEREST IN TRADEMARKS (FIRST LIEN)**

**TRADEMARK
REEL: 003309 FRAME: 0176**

Prince Sports, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
SHARK	3009636	10/25/05
SCREAM	2691074	02/25/03
NFS	2906101	11/30/04
PRINCE RULE THE COURT	2972343	07/19/05
PRINCE RULE THE COURT	3029826	12/13/05
PRO LITE	2952664	05/17/05
STING ABT	2799892	12/30/03
PRINCE	2690808	02/25/03
MORE PERFORMANCE	2740761	07/22/03
MORE	2714514	05/06/03
AIR+	2730426	06/24/03
DIRECT CONTACT	2845591	05/25/04
BANDIT	2878271	08/31/04
SOVEREIGN	2732967	07/01/03
SET	2637023	10/15/02
MATCH	2637022	10/15/02
POINT	2637021	10/15/02
GAME	2637020	10/15/02
WARRIOR	2592838	07/09/02
WALLGLIDER	2595694	07/16/02
ATTACK WITH BALANCE	2561442	04/16/02
VENDETTA	2474472	07/31/01
Design only	2381515	08/29/00
Design only	2548558	03/12/02
POWERFAN	2464525	06/26/01
PROBLEND	2415442	12/26/00
PRINCEGRIP	2403797	11/14/00
SHOCK ERASER	2428951	02/13/01
STROBE	2750704	08/12/03
REACT	2462587	06/19/01
OUTRAGE	2462586	06/19/01
TRIPLE THREAT	2413195	12/12/00
PLAY WITH FIRE	2416564	12/26/00
PRINCE FITNESS	2488521	09/11/01
LITE BEAM	2488520	09/11/01
SHOCK ERASER	2265755	07/27/99
MORPH BEAM	2653026	11/26/02
QUIKTRAC	2275025	08/31/99
FEATHERSTRIKE	2254495	06/15/99
WALLBANGER	2254490	06/15/99
ROTO SHIELD	2267723	08/03/99

Mark	Registration No.	Registration Date
HYDROTITE	2296706	11/30/99
PRINCE	2702774	04/01/03
EKTELON	2118113	12/02/97
PRINCE	2120037	12/09/97
DURAFLEX	2120034	12/09/97
FUSION	2257578	06/29/99
NEOS	2121513	12/16/97
THUNDERLIGHT	2127852	01/06/98
PRINCE P	2052953	04/15/97
PRINCE P	2047632	05/25/97
POWER RING	2082484	07/22/97
WALLBANGER	2090003	08/19/97
WALLBEATER	2070826	06/10/97
DURAPERF	2068010	06/03/97
THUNDER	2102614	10/07/97
P	2015230	11/12/96
NATURAL FOOT SHAPE	2104360	10/07/97
PRINCE	1992784	08/13/96
VISION GRIP	2003677	09/24/96
EKTELON	2104531	10/14/97
ZEROVIBE	1656894	09/10/91
PRINCE	1596440	05/15/90
TOPSPIN	1581712	02/06/90
ENDURANCE	1630967	01/08/91
CONSTANT TAPER SYSTEM	1550303	08/01/89
CTS APPROACH	1548472	07/18/89
EXTENDER	1547561	07/11/89
LANGERT	1542721	06/06/89
Design only	1534465	04/11/89
FOILER	1511891	11/08/88
PRINCE	1462052	10/20/87
XPRE GRAPHITE	1438181	04/28/87
QUANTUS GRAPHITE	1438180	04/28/87
SPECTER	1461716	10/20/87
QUAZAR	1445321	06/30/87
DYNAX	1434096	03/24/87
OPTIMA GRAPHITE	1381600	02/04/86
ROGUE	1382497	02/11/86
TORON GRAPHITE	1381598	02/04/86
MAGNUM	1394173	05/20/86
SENTINEL	1372306	11/26/85
DEFLECTOR	1372304	11/26/85
CLASSIC	1402294	07/22/86
PRINCE	1352974	08/06/85
PROBLEND	1300735	10/16/84
ALL-PRO	1390020	04/15/86
RACQUETBALLER	1369203	11/05/85
PRINCE	1290217	08/14/84
PRINCE	1290202	08/14/84
P	1307141	11/27/84
PRINCE	1284452	07/03/84
PRINCE	1233680	04/05/83

Mark	Registration No.	Registration Date
Design only	1210697	09/28/82
EKTELON and Design	1202163	07/20/82
P	1175337	10/27/81
PRINCE	1103956	10/10/78
PRINCE	1049720	10/05/76
EKTELON	0976308	01/08/74
DURAZORB	2810296	02/03/04
DURATAC	2810295	02/03/04
DURATRED	2810294	02/03/04
HOT SHOT	2810293	02/03/04

Pending Applications

Mark	Application No.	Filing Date
LIGHTNING	78801165	01/27/06
RECOIL	78776832	12/20/05
O3 and Design	78490149	09/27/04
DIABLO	76552466	09/25/03