

09-06-2001



Docket No.:

13914.1.2

Tab settings → → → ▼ ▼

To the Honorable Commissioner of Patents

101834928

ched original documents or copy thereof.

1. Name of conveying party(ies):

ICON HEALTH & FITNESS, INC.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: June 29, 2001

2. Name and address of receiving party(ies):

Name: ICON IP, INC.

Internal Address: _____

Street Address: 1500 South 1000 West

City: Logan State: UT ZIP: 84321

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

See Schedule
A attached

B. Trademark Registration No.(s)

Additional numbers Yes No

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

Name: Jonathan W. Richards

Internal Address: _____

WORKMAN, NYDEGGER & SEELEY

1000 Eagle Gate Tower

Street Address: 60 East South Temple

City: Salt Lake City State: UT ZIP: 84111

6. Total number of applications and registrations involved:..... 111

7. Total fee (37 CFR 3.41):.....\$ \$2,790.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-3178

DO NOT USE THIS SPACE

09/05/2001 LNWELLER 00000061 76118856

01 FC:401
02 FC:402

40.00 OP
2750.00 OP

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.

Jonathan W. Richards
Name of Person Signing

Jonathan W. Richards
Signature

24-AUG-01
Date

33

Total number of pages including cover sheet, attachments, and

SCHEDULE A**ISSUED U.S. TRADEMARK REGISTRATIONS**

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
ABS T45 BY HEALTHRIDER	2,170,286	06/30/1998
ACCELERATORPAC	2,098,129	09/16/1997
ACCESS	2,194,526	10/13/1998
ACCUSMART	1,727,846	10/27/1992
AERO	1,637,694	03/12/1991
AEROBICGLIDE PLUS	2,017,797	11/19/1996
AEROBICGLIDE	2,017,798	11/19/1996
AEROBICRIDER & Design	2,055,676	04/22/1997
AEROBICRIDER	2,327,478	03/14/2000
AEROBOT	1,386,125	03/11/1986
AIR CYCLIST	1,551,124	08/08/1989
AIR RUNNER	1,551,122	08/08/1989
AIR WALKER TM	1,551,123	08/08/1989
ALTA II	1,647,530	06/11/1991
AUTO INCLINE	1,659,278	10/01/1991
AUTO INCLINE	2,240,486	04/20/1999
BODY LIFT	2,042,636	03/11/1997
BODY SHOP	1,972,077	05/07/1996
BODYGLIDE PLUS	2,017,740	11/19/1996
BODYGLIDE	2,017,745	11/19/1996
BODYHEALTH SYSTEMS	2,004,827	10/01/1996

BODYHEALTH	2,008,915	10/15/1996
CADENCE	1,588,004	03/20/1990
CARDIO FIT PLUS	2,267,976	08/10/1999
CARDIO FIT	2,033,425	01/28/1997
CARDIO TRAINER	2,070,489	06/10/1997
CARDIOFORCE	2,017,736	11/19/1996
CARDIOGLIDE PLUS	2,031,193	01/14/1997
CARDIOGLIDE	1,937,301	11/21/1995
CARDIOPRO	2,074,532	06/24/1997
CARDIORIDER	2,074,283	06/24/1997
CARDIOTRACK	1,707,850	08/18/1992
CARDIOSHAPER	2,170,033	06/30/1998
CARDIOWALK	1,979,922	06/11/1996
CRANK IT UP	1,919,078	09/12/1995
CROSSWALK	1,777,995	06/22/1993
CRUNCH TRAINER	2,078,212	07/08/1997
CUSHION DECK	1,683,076	04/14/1992
DAYBREAK	2,192,773	09/29/1998
DESIGN ONLY	1,752,705	02/16/1993
DESIGN ONLY	1,974,468	05/21/1996
DESIGN ONLY	2,012,404	10/29/1996
DESIGN ONLY	1,974,511	05/21/1996
EASY STRIDE	2,107,513	10/21/1997
E-COACH	2,176,269	07/28/1998

EPIC	1,952,114	01/30/1996
GET THERE	2,199,276	10/27/1998
HEALTHRIDER	1,709,407	08/18/1992
HOME PRO	2,159,248	05/19/1998
ICON	2,164,953	06/11/1998
IMAGE	1,930,107	10/24/1995
JUMPKING	1,406,905	08/26/1986
LEGEND	1,885,081	03/21/1995
LIFERIDER	2,091,899	08/26/1997
LIFESTYLER	2,010,232	10/22/1996
Miscellaneous Design	2,100,837	09/30/1997
MOTORVATION	2,165,392	06/16/1998
NORDICTRACK	1,488,669	05/17/1988
PERSONAL TRAINER	2,093,932	09/09/1997
POWER INCLINE	2,128,780	01/13/1998
POWER LIFT	1,956,479	02/13/1996
PRO FORM	1,346,441	07/02/1985
PRO FORM	1,718,385	09/22/1992
PRO FORM & Design	1,525,754	02/21/1989
PROFORM AB RESISTER	2,099,304	09/23/1997
PROFORM RESTORATION	2,145,535	03/17/1998
PROFORM RESTORATION	2,161,038	05/26/1998
PURSUIT	1,738,450	12/08/1992
RIDERMAT	2,092,028	08/26/1997

RIDERRISER	2,001,306	09/07/1996
S.G. LOGAN	2,224,833	02/16/1999
SOFT STRIDER	2,265,312	07/27/1999
SPACE MAX	2,017,602	11/19/1996
SPACE SAVER	1,947,782	01/09/1996
SPACEMAKER	2,017,594	11/19/1996
SPORTRIDER	2,088,065	08/12/1997
SPORTSKINS	1,987,674	07/16/1996
T.I.M. SYSTEM & Design	2,018,392	11/19/1996
TAILWIND	2,135,890	02/10/1998
TELESOURCE	2,092,667	09/02/1997
TOTAL BODY AEROBIC FITNESS	2,068,121	06/03/1997
TRIPLE PLAY	1,923,829	10/03/1995
WALK THIN	2,026,977	12/31/1996
WEIDERCARE	1,966,136	04/09/1996
WESLO	1,465,620	11/17/1987
WINNING EXERCISE SOLUTIONS	1,979,354	06/11/1996
WORKOUT WAREHOUSE	2,013,170	11/05/1996
WORKOUT WAREHOUSE AEROBIC INSTRUCTOR SUPPLIES	1,966,534	04/09/1996

SCHEDULE A**PENDING U.S. TRADEMARK APPLICATIONS**

<u>Mark</u>	<u>erial No.</u>	<u>Filing Date</u>
BLADE & Design	76/118,856	08/28/2000
BODYWORKS	75/107,884	05/22/1996
CARDIO MAX	75/784,144	08/25/1999
E.A.R.N.	75/597,502	12/01/1998
E.A.R.N.	75/388,921	11/12/1997
E.A.R.N.	75/388,923	11/12/1997
E.A.R.N.	75/288,922	11/12/1997
FLEXSKINS	74/615,892	12/15/1994
I FIT	75/638,662	02/11/1999
I FIT INTERACTIVE FITNESS	75/639,302	02/11/1999
IFIT.COM & Design	76/067,635	06/12/2000
IFIT.COM INTERACTIVE	76/067,642	06/12/2000
IFIT.COM	75/757,235	07/21/1999
MISCELLANEOUS DESIGN	76/083,063	07/05/2000
NORDICTRACK	76/115,881	08/18/2000
NORDICTRACK	75/487,566	05/18/1998
NORDICTRACK	76/068,357	06/12/2000
PROFORM	75/240,954	02/11/1997
ROCK HARD ABS	75/114,437	06/05/1996
THERAPY IN MOTION	74/656,305	04/05/1995
TIMS	74/656,325	04/05/1995
WELLNESS CENTER	74/024,314	01/31/1990
ZONE TONER	75/074,359	03/18/1996

SCHEDULE B**ISSUED STATE TRADEMARK REGISTRATIONS**

<u>State</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
California	CARDIO FIT	100,646	11/27/1995
California	CARDIOGLIDE	100,443	09/18/1995
California	CARDIO TRAINER	100,442	09/18/1995
Utah	CARDIOGLIDE	35,724	07/13/1995
Utah	CARDIO FIT	35,723	07/13/1995
Utah	CARDIO TRAINER & Design	35,722	07/13/1995
Utah	ICON HEALTH & FITNESS & Design	35,487	03/24/1995
Utah	CROSS WALK & Design	35,486	03/24/1995
Utah	WESLO (stylized)	35,485	03/24/1995
Utah	FLEX CTS	32,299	05/18/1991
Utah	FLEX PLUS	32,298	05/16/1991
Ohio	IMAGE	14,450	04/19/1995

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SCHEDULE B

PENDING STATE TRADEMARK REGISTRATIONS

None

SCHEDULE C

ISSUED FOREIGN TRADEMARK REGISTRATIONS

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Algeria	CADENCE	052741	05/10/1997
Algeria	CARDIO	052,738	05/10/1997
Algeria	CROSS WALK	052,736	05/10/1997
Algeria	HEALTHRIDER	052,737	05/10/1997
Algeria	IMAGE	052,740	05/10/1997
Algeria	PRO FORM	052,735	05/10/1997
Algeria	WESLO	052,739	05/10/1997
Andorra	CADENCE	7599	10/17/1997
Andorra	CARDIO	8519	12/11/1997
Andorra	CROSS WALK	7601	10/17/1997
Andorra	HEALTHRIDER	7602	10/17/1997
Andorra	IMAGE	7604	10/17/1997
Andorra	PROFORM	3607	
Andorra	PRO FORM	7605	10/16/1997
Andorra	WESLO	7603	10/17/1997
Andorra	WESLO	3609	
Argentina	AEROBICRIDE	1,641,901	08/20/1997
Argentina	CADENCE	1,676,369	07/24/1998
Argentina	CARDIO	1,676,370	07/24/1998
Argentina	CROSS WALK	1,676,371	07/24/1998
Argentina	HEALTHRIDER	1,628,518	03/17/1997
Argentina	IMAGE	1,782,525	03/24/2000
Argentina	NORDICTRACK	1,786,785	04/06/2000
Argentina	SPORTRIDER	1,628,519	03/17/1997
Australia	AEROBICRIDER	658,765	04/13/1995
Australia	AEROBICRIDER & Design	665,316	06/29/1995
Australia	CROSS TRAINER	649,185	12/22/1994
Australia	CROSS WALK	651,351	01/24/1995
Australia	DESIGN ONLY	658,923	04/19/1995
Australia	DESIGN ONLY	659,287	04/21/1995
Australia	E Design	670,640	06/29/1995
Australia	E Rider Design	670,641	06/29/1995
Australia	HEALTHRIDER	658,766	04/13/1995
Australia	HEALTHRIDER & "E" Device	665,317	06/29/1995
Australia	HEALTHRIDER PRO & Design	743,946	09/12/1997

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Australia	ICON	717,831	
Australia	IMAGE	B634,740	09/20/1996
Australia	JUMPKING	717,827	07/13/1994
Australia	LEGEND	634,739	09/20/1996
Australia	NORDICTRACK	729,645	07/13/1994
Australia	NORDICTRACK Logo	626,548	03/11/1997
Australia	PROFORM	717,830	04/06/1994
Australia	PROFORM	B445,125	09/20/1996
Australia	SPACE SAVER	819,126	05/09/1986
Australia	SPORTRIDER	671,274	01/04/2000
Australia	WESLO	632,349	08/31/1995
			06/16/1994
Austria	AEROBICRIDER	162847	
Austria	CADENCE	162,769	03/04/1996
Austria	CARDIOGLIDE	177,967	02/29/1996
Austria	DESIGN ONLY	163,550	09/18/1998
Austria	EXERSCIENCE	142,421	04/09/1996
Austria	HEALTHRIDER	162,846	06/11/1992
Austria	IMAGE	165,868	
Austria	LEGEND	162,422	08/26/1996
Austria	LIFE STYLER	164,173	02/09/1996
Austria	NORDICTRACK	188,367	05/14/1996
Austria	PROFORM	172,457	05/10/2000
Austria	PURSUIT	166,620	11/10/1997
Austria	SPORTRIDER	170,642	10/08/1996
Austria	WESLO	165,278	07/16/1997
			07/18/1996
Azerbaijan	CARDIO	990,984	09/22/1999
Azerbaijan	CROSS WALK	990,986	09/22/1999
Azerbaijan	HEALTHRIDER	990,642	06/28/1999
Azerbaijan	IMAGE	990,985	09/22/1999
Azerbaijan	PRO FORM	990,988	09/22/1999
Azerbaijan	WESLO	990,987	09/22/1999
Benelux	AEROBICRIDER	582.407	09/22/1995
Benelux	CADENCE	583.130	10/31/1995
Benelux	CARDIOGLIDE	615,567	06/03/1997
Benelux	CROSS TRAINER	564,435	12/22/1994
Benelux	CROSS WALK	565,664	01/19/1995
Benelux	DESIGN ONLY	588.487	12/07/1995
Benelux	EXERSCIENCE	511,855	10/07/1991
Benelux	HEALTHRIDER	582,036	09/22/1995

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Benelux	IMAGE	558,024	07/14/1994
Benelux	JUMPKING	562,257	11/21/1996
Benelux	LEGEND	558,023	07/14/1994
Benelux	LIFE STYLER	565,922	01/26/1995
Benelux	PRO FORM	556,516	06/15/1994
Benelux	PURSUIT	582.084	10/31/1994
Benelux	SPORTRIDER	583.124	09/22/1995
Benelux	WESLO	553,874	06/15/1994
Bolivia	IMAGE	71952-c	03/17/1999
Bolivia	NORDICTRACK	81467-c	09/04/2000
Bolivia	PROFORM	71743-C	03/19/1999
Bolivia	WESLO	71953-C	03/17/1999
Brazil	CROSS WALK	277,401	05/29/1997
Brazil	HEALTHRIDER	819154130	11/17/1998
Brazil	PROFORM	817953469	04/18/1995
Brazil	WESLO	817953477	01/09/1994
Canada	CADENCE	851,958	07/25/1997
Canada	CARDIOGLIDE	489,102	02/02/1998
Canada	CROSS TRAINER	467,872	12/18/1996
Canada	CROSS WALK	501,305	09/28/1998
Canada	EXERSCIENCE	442,668	05/12/1995
Canada	HEALTHRIDER	TMA 482,504	09/12/1997
Canada	JUMPKING	466,160	11/21/1996
Canada	NORDICTRACK	472,752	03/18/1997
Canada	PROFORM	379.069	02/01/1991
Canada	WESLO	375,113	11/02/1990
Chile	AEROBICRIDER	475,660	12/10/1996
Chile	CADENCE	505,433	02/27/1998
Chile	CARDIO	505,434	02/27/1998
Chile	CROSS WALK	379,462	06/06/1997
Chile	HEALTHRIDER	475,569	12/30/1996
Chile	IMAGE	505,433	02/27/1998
Chile	NORDICTRACK	501,630	02/14/1999
Chile	NORDICTRACK	496,338	11/07/1997
Chile	NORDICTRACK	507,361	02/14/2000
Chile	SPORTRIDER	478,673	04/12/1996
China	AEROBICRIDER & Design	945,025	02/14/1997

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
China	EXERSCIENCE	628,421	01/30/1993
China	HEALTHRIDER & Design	945,028	02/14/1997
China	IMAGE	893178	11/07/1996
China	NORDICTRACK	1,453,146	10/07/2000
China	PROFORM	893170	11/07/1996
China	WESLO	893167	11/07/1996
Colombia	CADENCE	205,661	02/13/1998
Colombia	CARDIO	205,677	02/13/1998
Colombia	CROSS WALK	206,004	02/24/1998
Colombia	HEALTHRIDER	206,685	03/18/1998
Colombia	IMAGE	205,676	02/13/1998
Colombia	PROFORM	205,678	02/13/1998
Colombia	WESLO	205,662	02/13/1998
Costa Rica	CADENCE	104795	11/24/1997
Costa Rica	CARDIO	104,895	12/03/1997
Costa Rica	CROSS WALK	104,798	11/24/1997
Costa Rica	HEALTHRIDER	104872	12/03/1997
Costa Rica	IMAGE	104797	11/24/1997
Costa Rica	NORDICTRACK	114,878	07/29/1999
Costa Rica	WESLO	104796	11/24/1997
Croatia	CADENCE	Z970648	05/14/1998
Croatia	CARDIO	Z970649	05/14/1998
Croatia	CROSS WALK	Z970650	05/14/1998
Croatia	HEALTHRIDER	Z970651A	04/02/1998
Croatia	IMAGE	Z970645	05/14/1998
Croatia	PRO FORM	Z970646	06/03/1998
Croatia	WESLO	Z970647	05/14/1998
CTM	AB WORKS	456,889	03/01/1999
CTM	E.A.R.N.	1,189,851	08/28/2000
CTM	IFIT.COM	1,340,918	11/30/2000
CTM	W WESCO & Design	463,463	11/17/1999
Czech Republic	CADENCE	216,154	03/16/2007
Czech Republic	CARDIO	216,155	03/29/1999
Czech Republic	CROSS WALK	219,468	08/23/1999
Czech Republic	HEALTHRIDER	215,547	02/22/1999
Czech Republic	NORDICTRACK	233,980	02/10/2001
Czech Republic	IMAGE	228,997	01/16/1997

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Czech Republic	PRO FORM	216,156	03/29/1999
Czech Republic	WESLO	216,153	03/29/1999
Denmark	CADENCE	08362/95	12/08/1995
Denmark	CARDIOGLIDE	03200/1997	07/25/1997
Denmark	CROSS WALK	03201/1997	07/25/1997
Denmark	EXERSCIENCE	8802	09/25/1992
Denmark	HEALTHRIDER	03202/1997	07/25/1997
Denmark	LIFE TYLER	0381/1996	01/19/1996
Denmark	PRO FORM	1170/95	02/17/1995
Denmark	STICK FIGURE	0746/1996	02/02/1996
Denmark	WESLO	VR 460 1995	01/20/1995
Ecuador	IMAGE	4179-98	08/20/1998
Ecuador	NORDICTRACK	I-1576-00	03/20/2000
Ecuador	PROFORM	4449-98	09/18/1998
Ecuador	PROFORM & Design	5251-98	10/01/1998
Ecuador	WESLO	4448-98	09/18/1998
Egypt	CADENCE	106,575	09/07/1999
Egypt	HEALTHRIDER	TM 106578	04/23/1997
Egypt	PRO FORM	TM 106573	04/23/1997
Egypt	WESLO	106,574	04/23/1997
El Salvador	NORDICTRACK	00164	01/10/2001
Finland	CADENCE	210,038	05/29/1998
Finland	CARDIOGLIDE	210,039	05/29/1998
Finland	CROSS WALK	210,040	05/29/1998
Finland	EXERSCIENCE	126,929	07/05/1992
Finland	HEALTHRIDER	210,313	06/30/1998
Finland	PRO FORM	216,194	12/15/1999
Finland	WESLO	210,037	05/29/1998
France	AEROBICRIDER	95/56.159	03/29/1995
France	CADENCE	96633127	07/05/1996
France	CARDIO	97695166	09/16/1997
France	CARDIOGLIDE	95 575782	06/14/1995
France	CROSS TRAINER	94550510	12/22/1994
France	CROSS WALK	95560524	02/28/1995
France	DESIGN ONLY	95600788	12/12/1995
France	EXERSCIENCE	1,709,621	12/04/1991

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
France	HEALTHRIDER	95/565,158	03/29/1995
France	IMAGE	94546137	11/24/1994
France	JUMPKING	94543361	11/04/1994
France	LEGEND	95553387	01/13/1995
France	LIFESTYLER	95554759	01/24/1995
France	PRO FORM	94533204	08/18/1994
France	PROFORM	1,418,334	04/15/1997
France	PROFORM	95597585	11/15/1995
France	PURSUIT	96633126	07/05/1996
France	SPORTRIDER	95508478	09/18/1995
France	WESLO	94 544,791	11/16/1994
Georgia Republic	CADENCE	9784	06/15/1998
Georgia Republic	CARDIO	9785	06/15/1998
Georgia Republic	CROSS WALK	9780	06/15/1998
Georgia Republic	HEALTHRIDER	9430	05/25/1998
Georgia Republic	IMAGE	9783	06/15/1998
Georgia Republic	NORDICTRACK	13176	03/07/2000
Georgia Republic	PRO FORM	9782	06/15/1998
Georgia Republic	WESLO	9781	06/15/1998
Germany	AEROBICRIDER	395-10-000	01/03/1996
Germany	CADENCE	395,45,651	07/09/1996
Germany	CARDIOGLIDE	39524103	02/27/1996
Germany	CROSS TRAINER	39408435	03/05/1996
Germany	CROSS WALK	39502321.1	10/23/1995
Germany	DESIGN ONLY	395,50,951	09/27/1996
Germany	EXERSCIENCE	2,044,614	09/10/1993
Germany	HEALTHRIDER	2,059,877	03/15/1994
Germany	HEALTHRIDER & Design	2,059,877	03/15/1994
Germany	IMAGE	2,913,983	07/22/1998
Germany	LEGEND	2,093,904	03/28/1995
Germany	LIFE STYLER	39,508,310	12/08/1995
Germany	NORDICTRACK	39875154	07/23/1999
Germany	PRO FORM	2,093,925	03/28/1995
Germany	PROFORM	395-28-136	04/04/1996
Germany	PURSUIT	395,45,652	07/09/1996
Germany	SPORTRIDER	39,537,587	04/03/1996
Germany	WESLO	2,096.845	05/17/1995
Greece	CADENCE	126871	03/17/1998
Greece	CARDIO	134,073	04/19/1999

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Greece	CROSS WALK	134,074	
Greece	DESIGN ONLY	127,474	04/19/1999
Greece	EXERSCIENCE	107,383	03/17/1998
Greece	HEALTHRIDER	134,075	07/17/1994
Greece	IMAGE	134,071	04/19/1999
Greece	PROFORM	126,776	03/17/1999
Greece	PURSUIT	126,870	11/17/1998
Greece	WESLO	134,072	09/17/1998
			04/19/1999
Guatemala	CADENCE	87,859	
Guatemala	CARDIO	87,846	10/08/1997
Guatemala	CROSS WALK	87,845	10/08/1997
Guatemala	HEALTHRIDER	86,996	10/08/1997
Guatemala	IMAGE	76651/1487/164	11/11/1997
Guatemala	LEGEND	81229/471/174	03/28/1996
Guatemala	PROFORM	96,690	09/11/1996
Guatemala	WESLO	98,215	07/26/1999
			07/27/1999
Honduras	IMAGE	70004	
Honduras	NORDICTRACK	75,885	10/28/1997
Honduras	PROFORM	70266	11/25/1999
Honduras	WESLO	75,082	12/16/1997
			08/31/1999
Hong Kong	CADENCE	11992/1997	
Hong Kong	CARDIO	11994/1997	11/06/1996
Hong Kong	CROSS WALK	11993/1997	11/06/1997
Hong Kong	EXERSCIENCE	136	11/06/1996
Hong Kong	EXERSCIENCE	134	01/11/1994
Hong Kong	EXERSCIENCE	133	01/01/1994
Hong Kong	EXERSCIENCE	135	01/11/1994
Hong Kong	EXERSCIENCE	137	01/11/1994
Hong Kong	ICON	4501/1998	01/11/1994
Hong Kong	IMAGE	11226/1997	05/12/1998
Hong Kong	JUMPKING	B6192/1998	07/21/1994
Hong Kong	LEGEND	1036/96	11/06/1996
Hong Kong	NORDICTRACK	B04845	07/21/1994
Hong Kong	PRO FORM	B7762/1998	10/16/1995
Hong Kong	WESLO	3445/96	06/30/1994
			06/30/1994
Hungary	CADENCE	151,984	
Hungary	CARDIO	151,986	05/12/1998
Hungary	CROSS WALK	153,332	05/12/1998
			08/24/1998

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Hungary	HEALTHRIDER	152,463	
Hungary	NORDICTRACK	158,999	06/18/1998
Hungary	PRO FORM	151,985	11/26/1999
Hungary	WESLO	151,987	05/12/1998
			05/12/1998
Ireland	CARDIOGLIDE	205,558	
Ireland	HEALTHRIDER	205,265	06/04/1997
Ireland	IMAGE	206378	06/04/1997
Ireland	PRO FORM	206,012	06/04/1999
Ireland	WESLO	204,553	06/04/1997
			06/04/1997
Israel	AEROBICRIDER	97,899	
Israel	HEALTHRIDER	97,898	04/03/1995
Israel	NORDICTRACK	110,827	04/03/1995
Israel	SPORTRIDER	100,721	07/06/1998
			09/13/1995
Italy	CADENCE	718769	
Italy	CARDIOGLIDE	717,512	07/17/1997
Italy	CROSS TRAINER	691,721	07/16/1997
Italy	CROSS WALK	716118	11/15/1996
Italy	DESIGN ONLY	719112	02/01/1995
Italy	EXERSCIENCE	628,479	07/17/1997
Italy	HEALTHRIDER	716,806	06/27/1994
Italy	IMAGE	683,953	07/16/1997
Italy	LEGEND	684,250	07/04/1996
Italy	LIFE STYLER	716,117	07/25/1996
Italy	PRO FORM	717,948	02/01/1995
Italy	PRO FORM	683745	07/17/1997
Italy	PROFORM	1,979,689	07/04/1996
Italy	PURSUIT	718770	02/05/1996
Italy	WESLO	683743	07/17/1997
			07/04/1996
Japan	AEROBICRIDER	4,057,825	09/19/1997
Japan	AEROBICRIDER PRO	3,214,153	10/31/1996
Japan	CROSS TRAINER	4,314,400	09/10/1999
Japan	EXERSCIENCE	2,608,079	12/24/1993
Japan	HEALTHRIDER PRO	3,214,152	10/31/1996
Japan	PRO FORM	2,120,604	03/27/1989
Japan	WESLO	4,027,674	07/11/1997
Korea	AEROBICRIDER & Design	355,217	01/29/1997
Korea	EXERSCIENCE	260,582	04/09/1993

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Korea	EXERSCIENCE	20836	07/30/1993
Korea	EXERSCIENCE	266,746	06/22/1993
Korea	HEALTHRIDER & Design	355,216	01/29/1997
Korea	NORDICTRACK	33,542	11/15/1996
Korea	NORDICTRACK	340,829	06/11/1996
Korea	NORDICTRACK	336,857	04/09/1996
Korea	PROFORM	332,519	01/25/1996
Korea	WESLO	332,518	01/25/1996
Mexico	AEROBICRIDER	551,111	06/25/1997
Mexico	CADENCE	566,888	12/15/1997
Mexico	CROSS TRAINER	503,896	09/18/1995
Mexico	CROSS WALK	489,380	02/08/1995
Mexico	HEALTHRIDER	551,110	06/25/1997
Mexico	IMAGE	476,378	10/07/1994
Mexico	JUMPKING	500,723	08/09/1985
Mexico	LEGEND SPORTING	511,736	07/17/1995
Mexico	NORDICTRACK	504,377	09/19/1995
Mexico	NORDICTRACK	509,201	10/31/1995
Mexico	NORDICTRACK	509,202	10/31/1995
Mexico	NORDICTRACK	528,287	08/14/1996
Mexico	PROFORM	488,677	04/24/1995
Mexico	SPORTRIDER	551,112	06/25/1997
Mexico	WESLO	492,775	04/07/1995
Morocco	CADENCE	62.740	05/16/1997
Morocco	CARDIO	62.743	05/16/1997
Morocco	CROSS WALK	62.745	05/16/1997
Morocco	HEALTHRIDER	62.739	05/16/1997
Morocco	IMAGE	62.744	05/16/1997
Morocco	NORDICTRACK	68,702	02/05/1999
Morocco	PRO FORM	62.742	05/16/1997
Morocco	WESLO	62.741	05/16/1997
New Zealand	CADENCE	277,400	05/29/1997
New Zealand	CARDIOGLIDE	277,624	06/03/1997
New Zealand	HEALTHRIDER	277,402	05/29/1997
New Zealand	LEGEND	238,794	07/12/1994
New Zealand	NORDICTRACK	304,551	02/01/1999
New Zealand	PROFORM	165,434	05/12/1986
New Zealand	WESLO	237,947	06/16/1994

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Nicaragua	IMAGE	40,174	01/26/1999
Nicaragua	PROFORM		01/26/1999
Norway	CARDIO	187,378	12/11/1997
Norway	CROSS TRAINER	171,421	03/07/1996
Norway	CROSS WALK	174 362	06/20/1996
Norway	DESIGN ONLY	179,242	01/16/1997
Norway	EXERSCIENCE	152,354	09/17/1992
Norway	HEALTHRIDER	187932	01/08/1998
Norway	LEGEND	174 313	06/20/1996
Norway	LIFE STYLER	172,810	05/02/1996
Norway	NORDICFLEX	161,400	02/10/1994
Norway	NORDICTRACK	203,879	07/27/2000
Norway	PROFORM	168,543	06/22/1995
Norway	PURSUIT	179,192	01/16/1997
Norway	WESLO	168,542	06/22/1995
Panama	IMAGE	87539	05/14/1997
Panama	NORDICTRACK	98895	02/18/1999
Paraguay	IMAGE	200.614	02/24/1998
Paraguay	NORDICTRACK	217,215	09/02/1999
Paraguay	PROFORM	203,024	05/19/1998
Peru	CADENCE	37572	07/16/1997
Peru	CARDIO	37516	07/15/1997
Peru	CROSS WALK	038262	08/18/1997
Peru	HEALTHRIDER	038,263	08/18/1997
Peru	IMAGE	37573	07/16/1997
Peru	NORDICTRACK	54,558	04/27/1999
Peru	PROFORM	041,253	10/14/1997
Peru	WESLO	37517	07/15/1997
Philippines	NORDICTRACK	4-1996-108913	10/08/2000
Poland	CARDIO	120,552	11/05/2000
Poland	CROSS WALK	120,519	11/05/2000
Poland	HEALTHRIDER	120,520	11/05/2000
Poland	PRO FORM	120,550	11/05/2000
Poland	WESLO	120,551	11/21/2000
Portugal	CADENCE	313,743	09/03/1996

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Portugal	CARDIO	324,568	01/06/1998
Portugal	CROSS WALK	324,569	01/06/1998
Portugal	Design Only	314,388	09/13/1996
Portugal	HEALTHRIDER	324,570	01/06/1998
Portugal	IMAGE	324,571	01/06/1998
Portugal	PRO FORM	311,866	09/04/1996
Romania	CADENCE	28845	04/23/1997
Romania	CARDIO	28846	04/23/1997
Romania	CROSS WALK	28847	04/23/1997
Romania	HEALTHRIDER	28848	04/23/1997
Romania	IMAGE	28842	04/23/1997
Romania	NORDICTRACK	37341	02/01/1999
Romania	PRO FORM	28843	04/23/1997
Romania	WESLO	28844	04/23/1997
Russia	CADENCE	149,710	10/31/1995
Russia	CARDIOGLIDE	148,579	10/27/1995
Russia	CROSS WALK	148,577	10/27/1995
Russia	HEALTHRIDER	156,111	03/12/1996
Russia	NORDICTRACK	190,362	03/11/1999
Russia	PRO FORM	149100	10/27/1995
Russia	PRO FORM	177,420	07/16/1999
Russia	PURSUIT	149,712	10/31/1995
Russia	SPORTRIDER	156,110	03/12/1996
Russia	WESLO	148,578	10/27/1995
Russia	DESIGN ONLY	150,093	12/07/1995
Saudi Arabia	NORDICTRACK	451/30	04/11/1998
Singapore	NORDICTRACK	T95/101636	10/24/1995
South Africa	CADENCE	97/06362	03/02/2000
South Africa	CARDIO	97/06363	03/02/2000
South Africa	CROSS WALK	97/06364	03/02/2000
South Africa	HEALTHRIDER	97/06365	03/02/2000
South Africa	IMAGE	97/06366	11/14/2000
South Africa	PRO FORM	97/06367	03/02/2000
South Africa	WESLO	97/06368	03/02/2000
Spain	AEROBICRIDER	1,955,145	10/05/1995
Spain	CADENCE	1994881	04/03/1996

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Spain	CROSS WALK	1,944,359	09/15/1995
Spain	DESIGN ONLY	2,003,639	06/05/1996
Spain	EXERSCIENCE	1,482,545	01/14/1991
Spain	HAL-RYDER	574,365m	11/18/1968
Spain	HEALTHRIDER	2,202,379	12/15/1998
Spain	JUMPKING	2211637	07/05/1999
Spain	LIFE STYLER	1,946,339	02/08/1995
Spain	PRO FORM	1,712,086	04/05/1994
Spain	PRO FORM SPORT & Design	635,640	03/20/1995
Spain	SPORTRIDER	1988208	04/03/1996
Spain	WESLO 3000 FITNESS	2,038,676	08/20/1997
Spain	WESLOHOME	2,010,727	04/07/1997
Sweden	AEROBICRIDER	311,897	04/19/1996
Sweden	CADENCE	312,379	04/26/1996
Sweden	CROSS TRAINER	307,108	12/22/1995
Sweden	CROSS WALK	306,203	11/24/1995
Sweden	DESIGN ONLY	317,255	09/20/1996
Sweden	EXERSCIENCE	240,154	09/18/1992
Sweden	HEALTHRIDER	254607	01/21/1994
Sweden	HEALTHRIDER	254605	01/21/1994
Sweden	IMAGE	300,925	04/21/1995
Sweden	LIFE STYLER	311,372	04/12/1996
Sweden	PURSUIT	312,378	04/26/1996
Sweden	SPORTRIDER	311,898	04/19/1996
Sweden	WESLO	265,374	03/24/1995
Switzerland	CADENCE	433,305	10/27/1995
Switzerland	CARDIOGLIDE	444,596	02/17/1997
Switzerland	CROSS WALK	424,527	01/18/1995
Switzerland	DESIGN ONLY	432,413	12/05/1995
Switzerland	EXERSCIENCE	396,356	12/06/1991
Switzerland	HEALTHRIDER	451,437	07/31/1997
Switzerland	IMAGE	423,999	07/12/1994
Switzerland	LEGEND	423,998	07/12/1994
Switzerland	LIFE STYLER	425,482	01/23/1995
Switzerland	NORDICTRACK	464,544	03/30/1999
Switzerland	PRO FORM	430,292	08/27/1996
Switzerland	PRO FORM CROSS TRAINER	431,991	06/23/1994
Switzerland	PROFORM	442,030	08/15/1995
Switzerland	PURSUIT	433,304	10/27/1995
Switzerland	WESLO	424,439	07/20/1994

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Taiwan	AEROBICRIDER & Design	00754031	03/16/1997
Taiwan	CROSS TRAINER	695,283	11/01/1995
Taiwan	CROSS WALK	00705118	01/16/1996
Taiwan	EXERSCIENCE	571,310	09/16/1992
Taiwan	HEALTHRIDER & Design	00730668	10/01/1996
Taiwan	HEALTHRIDER PRO	00730728	10/01/1996
Taiwan	PROFORM	676,174	04/01/1995
Taiwan	SPORTRIDER & Design	00754032	03/16/1997
Taiwan	WESLO	713,659	04/01/1996
Taiwan	WESLO	277,982	04/01/1985
Tangiers	CADENCE	12.023	05/12/1997
Tangiers	CARDIO	12.027	05/29/1997
Tangiers	CROSS WALK	12.022	05/29/1997
Tangiers	HEALTHRIDER	12.021	05/29/1997
Tangiers	IMAGE	12.025	05/29/1997
Tangiers	NORDICTRACK	15,007	02/04/1999
Tangiers	PROFORM	12.026	05/29/1997
Tangiers	WESLO	12/024	05/29/1997
Thailand	EXERSCIENCE	KHOR 8972	02/10/1993
Thailand	NORDICTRACK	Tm107948	04/30/1999
UK	AEROBICRIDER	2,013,203	03/06/1995
UK	CADENCE	2,042,709	10/27/1995
UK	CARDIOGLIDE	2,023,607	06/12/1995
UK	CROSS WALK	2,007,871	01/17/1995
UK	DESIGN ONLY	2,047,443	12/04/1995
UK	EXERSCIENCE	1,675,304	12/23/1991
UK	HEALTHRIDER	2,013,197	03/06/1995
UK	IMAGE	1,577,859	07/12/1994
UK	JUMPKING	2,002,282	11/10/1994
UK	LIFE STYLER	2,008,381	01/19/1995
UK	PRO FORM	1,267,096	05/14/1986
UK	PROFORM	2,025,309	06/27/1995
UK	PURSUIT	2,042,707	10/27/1995
UK	SPORTRIDER & Design	2,033,378	06/20/1997
UK	WESLO	1,575,354	06/14/1994
Ukraine	CARDIO	18325	05/27/1997
Ukraine	CROSS WALK	18321	05/27/1997

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Ukraine	HEALTHRIDER	18320	05/27/1997
Ukraine	IMAGE	18324	05/27/1997
Ukraine	PRO FORM	18323	05/27/1997
Ukraine	WESLO	18322	05/27/1997
United Arab Emirates	NORDICTRACK	22,302	
Uruguay	IMAGE	294,701	07/16/1998
Uruguay	PROFORM	294,703	07/16/1998
Uruguay	WESLO	294,702	07/16/1998
Venezuela	CARDIO	P-206376	07/31/1997
Venezuela	HEALTHRIDER	P-206900	07/31/1998

SCHEDULE C

PENDING FOREIGN TRADEMARK APPLICATIONS

<u>Country</u>	<u>Mark</u>	<u>App. No.</u>	<u>Filing Date</u>
Argentina	PROFORM	Pending	
Argentina	WESLO	Pending	
Australia	AEROBICRIDER & Design	631,111	05/30/1994
Australia	CARDIOGLIDE	750,592	12/10/1997
Australia	CROSS WALK	717,824	09/20/1996
Australia	HEALTHRIDER & "E" Device	631,110	05/30/1994
Australia	HEALTHRIDER & Design	658,766	04/13/1995
Australia	IMAGE	717,828	09/20/1996
Australia	WESLO	717,829	09/20/1996
Austria	CROSS WALK	AM5755/97	10/16/1997
Azerbaijan	CADENCE	Pending	
Benelux	CARDIO	Pending	
Bosnia	CARDIO	BAZ971741A	04/29/1997
Bosnia	CROSS WALK	BAZ971742A	04/29/1997
Bosnia	HEALTHRIDER	BAZ971743A	04/29/1997
Bosnia	IMAGE	BAZ971737A	04/29/1997
Bosnia	PRO FORM	BAZ971738A	04/29/1997
Bosnia	WESLO	BAZ9713739A	04/29/1997
Brazil	CADENCE	819891240	04/22/1997
Brazil	CARDIO	819891258	
Brazil	IMAGE	819891223	04/22/1997
Brazil	NORDICTRACK	821444212	02/22/1998
Brazil	PROFORM	818413336	04/18/1995
Canada	SPACE SAVER	810,544	04/23/1996
Canada	SPACE SAVER	1,108,157	06/28/2001
Chile	PRO FORM	421,297	
Chile	WESLO	464,649	01/14/2000
Columbia	NORDICTRACK	98.010.291	02/25/1998
CTM	AB SHAPER	311779	06/26/1996
CTM	CARDIO THEATER	01776384	07/26/2000
CTM	Handlebar Configuration	414508	11/28/1996

<u>Country</u>	<u>Mark</u>	<u>App. No.</u>	<u>Filing Date</u>
CTM	I FIT	1094325	03/14/1999
CTM	I FIT INTERACTIVE FITNESS	1094358	03/04/1999
CTM	NORDIC TRACK	1,422,542	12/14/1999
CTM	NORDICTRACK	1175751	05/18/1999
CTM	PARABODY	291,070	06/25/1996
Czech Republic	NORDICTRACK	OZ 139933	02/10/1999
Denmark	IMAGE	4903/94	07/13/1994
Denmark	LEGEND	4902/94	07/13/1994
Egypt	CARDIO	106,576	04/23/1997
Egypt	CROSS WALK	106,577	04/23/1997
Egypt	IMAGE	106,572	04/23/1997
Egypt	NORDICTRACK	108,241	07/08/1997
El Salvador	IMAGE	1251/99	02/24/1999
El Salvador	NORDICTRACK	4548/00	06/26/2000
El Salvador	PROFORM	1249/99	02/24/1999
El Salvador	WESLO	1250/99	02/24/1999
Finland	IMAGE	T 199702320	06/06/1997
Finland	CARDIO	Pending	
Guatemala	NORDICTRACK	99-00761	02/01/1999
Hong Kong	DESIGN ONLY	14772/96	11/21/1996
Hungary	IMAGE	M 97 01581	05/09/1997
Ireland	CROSS WALK	Pending	
Ireland	CARDIO	Pending	
Japan	HEALTHRIDER	7-119654	11/20/1995
Japan	NORDICTRACK	8620/1999	02/04/1999
Korea	NORDICTRACK	9.441,384	
Mexico	CARDIO	312,896	11/03/1997
New Zealand	CARDIO	Pending	
New Zealand	CROSS WALK	277,401	05/29/1997
New Zealand	IMAGE	238,793	
New Zealand	SPACE SAVER	609,363	12/06/1999

<u>Country</u>	<u>Mark</u>	<u>App. No.</u>	<u>Filing Date</u>
Nicaragua	WESLO	97-01451	05/05/1997
Nicaragua	NORDICTRACK	Pending	
Nigeria	CADENCE	TP 31186	06/02/1997
Nigeria	CARDIO	TP 31188	06/13/1997
Nigeria	CROSS WALK	TP 31184	06/02/1997
Nigeria	HEALTHRIDER	TP 31189	06/02/1997
Nigeria	IMAGE	TP 31185	06/02/1997
Nigeria	NORDICTRACK	Pending	02/25/1999
Nigeria	PRO FORM	TP 31187	06/02/1997
Nigeria	WESLO	TP 31190	06/13/1997
Norway	CADENCE	956,751	10/27/1995
Poland	CADENCE	Z-172787	04/25/1997
Poland	IMAGE	Z-172791	04/25/1997
Poland	NORDICTRACK	Z197354	02/03/1999
Russia	IMAGE	Pending	
Russia	Standing Stick Figure	95713965	12/07/1995
South Africa	NORDICTRACK	99/01681	02/02/1999
Spain	WESLO	1,910,542	06/24/1994
Sweden	CARDIOGLIDE	97-008252	09/17/1997
Switzerland	CARDIO	Pending	
Switzerland	CROSS TRAINER	9204	
Tangiers	NORDICTRACK	Pending	
UK	CROSS TRAINER	2,006,286	12/22/1994
Ukraine	CADENCE	97051455/T	05/04/1997
Ukraine	NORDICTRACK	99030785	03/15/1999
Uruguay	NORDICTRACK	310,351	02/04/1999
Venezuela	CADENCE	9098-97	05/08/1997
Venezuela	CROSS WALK	9100-97	05/08/1997
Venezuela	IMAGE	9101-97	05/08/1997
Venezuela	NORDICTRACK	1313-99	02/04/1999

Schedule D

UNREGISTERED TRADEMARKS

Mark

All other unregistered marks used by ICON Health & Fitness, Inc. on or in connection with goods and/or services manufactured, marketed, distributed or sold by ICON Health & Fitness, Inc. to indicate ICON Health & Fitness, Inc. as the source or origin of such goods and/or services.

ASSIGNMENT OF TRADEMARKS

WHEREAS, ICON HEALTH & FITNESS, INC., a Delaware corporation with its principal place of business located at 1500 South 1000 West, Logan, Utah 84321 ("Assignor"), is the owner of record, as reflected by the records of the U.S. Patent and Trademark Office, of the issued U.S. trademark registrations and pending U.S. trademark applications identified in Schedule A hereto (the "U.S. Trademark Registrations and Applications"); and

WHEREAS, Assignor is also the owner of record of the issued state trademark registrations and pending state trademark applications identified in Schedule B hereto (the "State Trademark Registrations and Applications");

WHEREAS, Assignor is also the owner of record of the issued foreign trademark registrations and pending foreign trademark applications identified in Schedule C hereto (the "Foreign Trademark Registrations and Applications"); and

WHEREAS, Assignor also owns, claims an interest in and to, and/or has used or is using the unregistered trademarks identified in Schedule D hereto (the trademarks and service marks listed in Schedules A, B, C and D hereto, together with the U.S. Trademark Registrations and Applications, the State Trademark Registrations and Applications, and the Foreign Trademark Registrations and Applications being hereinafter collectively referred to as the "ICON Trademarks, Registrations and Applications"); and

WHEREAS, ICON IP, INC., a Delaware corporation with its principal place of business located at 1500 South 1000 West, Logan, Utah 84321 ("Assignee"), desires to acquire all right, title and interest in and to the ICON Trademarks, Registrations and Applications, the goodwill of the business symbolized thereby, and the right to sue and collect damages for past and/or future infringement thereof.

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00), in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and convey unto Assignee all right, title and interest in and to the ICON Trademarks, Registrations and Applications, the goodwill of the business symbolized thereby, and the right to sue and collect damages for past and/or future infringement thereof.


Assignor hereby covenants and agrees that, at any time upon the reasonable request and at the expense of Assignee, Assignor shall execute and deliver such other and additional documents that may be necessary to enable and assist Assignee in recording this Assignment and the transfer of ownership of the ICON Trademarks, Registrations and Applications from Assignor to Assignee in any and all countries of the world, including, but not limited to the execution and delivery of specific assignment documents that may be required by any foreign country, or that may otherwise be necessary or appropriate to carry out the intent and purposes of this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement, effective as of the date set forth below.

SIGNED on this the 29th day of June, 2001.

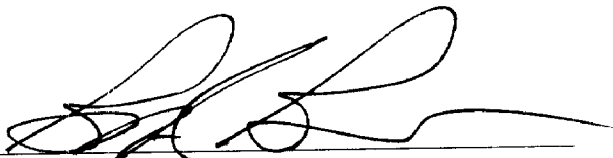
Assignor:

ICON HEALTH & FITNESS, INC.,
a Delaware Corporation

By: 
S. Fred Beck, Vice President, Treasurer,
Chief Financial Officer & Accounting Officer

Assignee:

ICON IP, INC.,
a Delaware Corporation

By: 
Brad H. Bearnson, President & Secretary

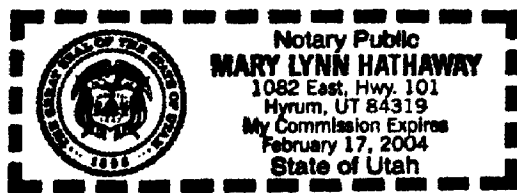
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STATE OF UTAH §
 §
COUNTY OF CACHE §

BEFORE ME, the undersigned authority, a Notary Public, on this day personally appeared S. FRED BECK, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said ICON HEALTH & FITNESS, INC., a Delaware corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 29th day of June, 2001.

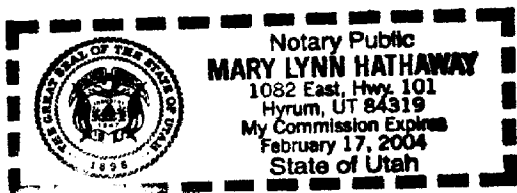


Mary Lynn Hathaway
NOTARY PUBLIC, State of Utah

STATE OF UTAH §
 §
COUNTY OF CACHE §

BEFORE ME, the undersigned authority, a Notary Public, on this day personally appeared BRAD H. BEARNSON, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said ICON IP, INC., a Delaware corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 29th day of June, 2001.



Mary Lynn Hathaway
NOTARY PUBLIC, State of Utah

SCHEDULE A**PENDING U.S. TRADEMARK APPLICATIONS**

<u>Mark</u>	<u>erial No.</u>	<u>Filing Date</u>
BLADE & Design	76/118,856	08/28/2000
BODYWORKS	75/107,884	05/22/1996
CARDIO MAX	75/784,144	08/25/1999
E.A.R.N.	75/597,502	12/01/1998
E.A.R.N.	75/388,921	11/12/1997
E.A.R.N.	75/388,923	11/12/1997
E.A.R.N.	75/288,922	11/12/1997
FLEXSKINS	74/615,892	12/15/1994
I FIT	75/638,662	02/11/1999
I FIT INTERACTIVE FITNESS	75/639,302	02/11/1999
IFIT.COM & Design	76/067,635	06/12/2000
IFIT.COM INTERACTIVE	76/067,642	06/12/2000
IFIT.COM	75/757,235	07/21/1999
MISCELLANEOUS DESIGN	76/083,063	07/05/2000
NORDICTRACK	76/115,881	08/18/2000
NORDICTRACK	75/487,566	05/18/1998
NORDICTRACK	76/068,357	06/12/2000
PROFORM	75/240,954	02/11/1997
ROCK HARD ABS	75/114,437	06/05/1996
THERAPY IN MOTION	74/656,305	04/05/1995
TIMS	74/656,325	04/05/1995
WELLNESS CENTER	74/024,314	01/31/1990
ZONE TONER	75/074,359	03/18/1996

SCHEDULE A

ISSUED U.S. TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
ABS T45 BY HEALTHRIDER	2,170,286	06/30/1998
ACCELERATORPAC	2,098,129	09/16/1997
ACCESS	2,194,526	10/13/1998
ACCUSMART	1,727,846	10/27/1992
AERO	1,637,694	03/12/1991
AEROBICGLIDE PLUS	2,017,797	11/19/1996
AEROBICGLIDE	2,017,798	11/19/1996
AEROBICRIDER & Design	2,055,676	04/22/1997
AEROBICRIDER	2,327,478	03/14/2000
AEROBOT	1,386,125	03/11/1986
AIR CYCLIST	1,551,124	08/08/1989
AIR RUNNER	1,551,122	08/08/1989
AIR WALKER TM	1,551,123	08/08/1989
ALTA II	1,647,530	06/11/1991
AUTO INCLINE	1,659,278	10/01/1991
AUTO INCLINE	2,240,486	04/20/1999
BODY LIFT	2,042,636	03/11/1997
BODY SHOP	1,972,077	05/07/1996
BODYGLIDE PLUS	2,017,740	11/19/1996
BODYGLIDE	2,017,745	11/19/1996
BODYHEALTH SYSTEMS	2,004,827	10/01/1996

BODYHEALTH	2,008,915	10/15/1996
CADENCE	1,588,004	03/20/1990
CARDIO FIT PLUS	2,267,976	08/10/1999
CARDIO FIT	2,033,425	01/28/1997
CARDIO TRAINER	2,070,489	06/10/1997
CARDIOFORCE	2,017,736	11/19/1996
CARDIOGLIDE PLUS	2,031,193	01/14/1997
CARDIOGLIDE	1,937,301	11/21/1995
CARDIOPRO	2,074,532	06/24/1997
CARDIORIDER	2,074,283	06/24/1997
CARDIOTRACK	1,707,850	08/18/1992
CARDIOSHAPER	2,170,033	06/30/1998
CARDIOWALK	1,979,922	06/11/1996
CRANK IT UP	1,919,078	09/12/1995
CROSSWALK	1,777,995	06/22/1993
CRUNCH TRAINER	2,078,212	07/08/1997
CUSHION DECK	1,683,076	04/14/1992
DAYBREAK	2,192,773	09/29/1998
DESIGN ONLY	1,752,705	02/16/1993
DESIGN ONLY	1,974,468	05/21/1996
DESIGN ONLY	2,012,404	10/29/1996
DESIGN ONLY	1,974,511	05/21/1996
EASY STRIDE	2,107,513	10/21/1997
E-COACH	2,176,269	07/28/1998

EPIC	1,952,114	01/30/1996
GET THERE	2,199,276	10/27/1998
HEALTHRIDER	1,709,407	08/18/1992
HOME PRO	2,159,248	05/19/1998
ICON	2,164,953	06/11/1998
IMAGE	1,930,107	10/24/1995
JUMPKING	1,406,905	08/26/1986
LEGEND	1,885,081	03/21/1995
LIFERIDER	2,091,899	08/26/1997
LIFESTYLER	2,010,232	10/22/1996
Miscellaneous Design	2,100,837	09/30/1997
MOTORVATION	2,165,392	06/16/1998
NORDICTRACK	1,488,669	05/17/1988
PERSONAL TRAINER	2,093,932	09/09/1997
POWER INCLINE	2,128,780	01/13/1998
POWER LIFT	1,956,479	02/13/1996
PRO FORM	1,346,441	07/02/1985
PRO FORM	1,718,385	09/22/1992
PRO FORM & Design	1,525,754	02/21/1989
PROFORM AB RESISTER	2,099,304	09/23/1997
PROFORM RESTORATION	2,145,535	03/17/1998
PROFORM RESTORATION	2,161,038	05/26/1998
PURSUIT	1,738,450	12/08/1992
RIDERMAT	2,092,028	08/26/1997

RIDERRISER	2,001,306	09/07/1996
S.G. LOGAN	2,224,833	02/16/1999
SOFT STRIDER	2,265,312	07/27/1999
SPACE MAX	2,017,602	11/19/1996
SPACE SAVER	1,947,782	01/09/1996
SPACEMAKER	2,017,594	11/19/1996
SPORTRIDER	2,088,065	08/12/1997
SPORTSKINS	1,987,674	07/16/1996
T.I.M. SYSTEM & Design	2,018,392	11/19/1996
TAILWIND	2,135,890	02/10/1998
TELESOURCE	2,092,667	09/02/1997
TOTAL BODY AEROBIC FITNESS	2,068,121	06/03/1997
TRIPLE PLAY	1,923,829	10/03/1995
WALK THIN	2,026,977	12/31/1996
WEIDERCARE	1,966,136	04/09/1996
WESLO	1,465,620	11/17/1987
WINNING EXERCISE SOLUTIONS	1,979,354	06/11/1996
WORKOUT WAREHOUSE	2,013,170	11/05/1996
WORKOUT WAREHOUSE AEROBIC INSTRUCTOR SUPPLIES	1,966,534	04/09/1996