

5-10-2002

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

ICON IP, Inc.

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

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

2. Name and address of receiving party(ies)

Name: General Electric Capital Internal Corporation, as Agent

Address:

Street Address: 201 High Ridge Road

City: Stamford State: CT Zip: 06927-

5100

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date:

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

A. Trademark Application No.(s)

See Attached Schedule A

B. Trademark Registration No.(s)

See Attached Schedule A

Additional number(s) attached Yes No

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

Name: Elizabeth J. Burns

Internal Address: Latham & Watkins

Street Address: 233 S. Wacker Drive Suite 5800

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved:

108

7. Total fee (37 CFR 3.41): \$ 2,715.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Elizabeth J. Burns Name of Person Signing

Signature

4/30/02 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

05/10/2002 6TOM11 00000183 2170286

01 FC:481 02 FC:482

40.00 DP 2675.00 DP

TRADEMARK REEL: 002496 FRAME: 0674

SCHEDULE A
 ICON IP, INC.
 SCHEDULE OF INTELLECTUAL PROPERTY

Registered U.S. Trademarks

Mark	Reg. No.	Issued
ABS T45 BY HEALTHRIDER	2,170,286	6/30/1998
ACCELERATORPAC	2,098,129	9/16/1997
ACCESS	2,194,526	10/13/1998
ACCUSMART	1,727,846	10/27/1992
AERO	1,637,694	3/12/1991
AEROBICGLIDE	2,017,798	11/19/1996
AEROBICGLIDE PLUS U.S.	2,017,797	11/19/1996
AEROBICRIDER	2,327,478	3/14/2000
AEROBICRIDER & Design	2,055,676	4/22/1997
AEROBOT	1,386,125	3/11/1986
AIR CYCLIST	1,551,124	8/8/1989
AIR RUNNER	1,551,122	8/8/1989
AIR WALKER	1,551,123	8/8/1989
ALTA II	1,647,530	6/11/1991
AUTO INCLINE	1,659,278	10/1/1991
AUTO INCLINE (for Principal Register)	2,240,486	4/20/1999
BODY LIFT	2,042,636	3/11/1997
BODY SHOP	1,972,077	5/7/1996
BODYGLIDE	2,017,745	11/19/1996
BODYGLIDE PLUS	2,017,740	11/19/1996
BODYHEALTH	2,008,915	10/15/1996
BODYHEALTH SYSTEMS	2,004,827	10/1/1996
CADENCE	1,588,004	3/20/1990
CARDIO FIT	2,033,425	1/28/1997
CARDIO FIT PLUS	2,267,976	8/10/1999
CARDIO TRAINER	2,070,489	6/10/1997
CARDIOFORCE	2,017,736	11/19/1996
CARDIOGLIDE	1,937,301	11/21/1995
CARDIOGLIDE PLUS	2,031,193	1/14/1997
CARDIOPRO	2,074,532	6/24/1997
CARDIORIDER	2,074,283	6/24/1997
CARDIOSHAPER	2,170,033	6/30/1998
CARDIOWALK	1,979,922	6/11/1996
CONTOUR DURAFORM	2,373,621	8/1/2000
CRANK IT UP	1,919,078	9/12/1995
CROSSWALK	1,777,995	6/22/1993
CRUNCH TRAINER (ITU)	2,078,212	7/8/1997
CUSHION DECK	1,683,076	4/14/1992
DAYBREAK	2,192,773	9/29/1998
DESIGN ONLY	1,752,705	2/16/1993

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DESIGN ONLY (Stick figure)	1,974,468	5/21/1996
DESIGN ONLY (sitting figure design - new)	2,012,404	10/29/1996
DESIGN ONLY (sitting stick figure - old)	1,974,511	5/21/1996
EASY STRIDE	2,107,513	10/21/1997
E-COACH	2,176,269	7/28/1998
GET THERE	2,199,276	10/27/1998
HEALTHRIDER	1,709,407	8/18/1992
HOME PRO	2,159,248	5/19/1998
ICON	2,164,953	6/11/1998
IFIT.COM	2,466,474	7/3/2001
IFIT.COM & Design	2,484,907	9/4/2001
IFIT.COM INTERACTIVITY	2,529,777	1/15/2002
IMAGE	1,930,107	10/24/1995
JUMPKING	1,406,905	8/26/1986
LEGEND	1,885,081	3/21/1995
LIFERIDER	2,091,899	8/26/1997
LIFESTYLER	2,010,232	10/22/1996
Misc. Design	1,318,237	2/5/1985
Miscellaneous Design	2,100,837	9/30/1997
MOTORVATION	2,165,392	6/16/1998
PERSONAL TRAINER	2,093,932	9/9/1997
POWER INCLINE	2,128,780	1/13/1998
POWER LIFT	1,956,479	2/13/1996
PRO FORM	1,346,441	7/2/1985
PRO FORM	1,718,385	9/22/1992
PRO FORM & Design	1,525,754	2/21/1989
PROFORM AB RESISTER	2,099,304	9/23/1997
PROFORM RESTORATION	2,161,038	5/26/1998
PROFORM RESTORATION	2,145,535	3/17/1998
PURSUIT	1,738,450	12/8/1992
RIDERMAT	2,092,028	8/26/1997
RIDERRISER	2,001,306	9/7/1996
S.G. LOGAN	2,224,833	2/16/1999
SOFT STRIDER	2,265,312	7/27/1999
SPACE MAX	2,017,602	11/19/1996
SPACE SAVER	2,482,304	8/28/2001
SPACEMAKER	2,017,594	11/19/1996
SPORTRIDER	2,088,065	8/12/1997
SPORTSKINS	1,987,674	7/16/1996
T.I.M. SYSTEM & Design	2,018,392	11/19/1996
TAILWIND	2,135,890	2/10/1998
TELESOURCE	2,092,667	9/2/1997

ICON IP, INC.
SCHEDULE OF INTELLECTUAL PROPERTY

TOTAL BODY AEROBIC FITNESS	2,068,121	6/3/1997
WALK THIN	2,026,977	12/31/1996
WEIDERCARE	1,966,136	4/9/1996
WESLO	1,465,620	11/17/1987
WINNING EXERCISE SOLUTIONS	1,979,354	6/11/1996
WORKOUT WAREHOUSE	2,013,170	11/5/1996
WORKOUT WAREHOUSE AEROBIC INSTRUCTOR SUPPLIES	1,966,534	4/9/1996

NORDICTRACK (ICON IP, INC.)
SCHEDULE OF INTELLECTUAL PROPERTY

14839.0237	Exercise Method and Apparatus	5,810,698	9/22/1998
14839.0238.1	Flywheel Resistance Mechanism for Exercise Equipment	5,643,153	7/1/1997
14839.0244	Housing for a Resistance Unit on an Exercine Machine	D335,511	4/12/1994
14839.0245	Aerobic Ski Exerciser	D425,940	5/30/2000
14839.0247.1	Variable Resistance Exercise Device	6,027,429	2/22/2000
14839.0249	Treadmill with Variable Upper Body Resistance Loading Resistance Indicator for Frictionally Resistant Exercise Device	5,171,196	12/15/1992
14839.0251	Device	4,728,102	3/1/1988
14839.0252	Variable Incline Folding Exerciser	5,830,114	11/3/1998
14839.0264	Cross Country Ski Exerciser	4,023,795	5/17/1977

Pending U.S. Patent Applications

14839.0239	Flywheel Resistance Mechanism for Exercise Equipment	08/799,668	2/11/1997
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Pending Foreign Patent Applications

Docket No.	Title	Serial No.	Filed
14839.0225a.2	Combination Chair and Exercise Unit - Patent App. - Canada	2,078,341	3/27/1991

Registered U.S. Trademarks

Docket No.	Mark	Reg. No.	Issued
14839.0021	CARDIOTRACK (Stylized)	1,707,850	8/18/1992
14839.0130	NORDICTRACK	1,488,669	5/17/1988
14839.0131.1	NORDICTRACK (Stylized)	2,482,096	8/28/2001

ICON IP, INC.
SCHEDULE OF INTELLECTUAL PROPERTY

Pending U.S. Trademark Applications

Mark	Serial No.	Filed
BODYWORKS	75/107,884	5/22/1996
CARDIO MAX	75/784,144	8/25/1999
E.A.R.N. - Class 16	75/597,502	12/1/1998
E.A.R.N. - Class 28	75/388,921	11/12/1997
E.A.R.N. - Class 35	75/388,923	11/12/1997
E.A.R.N. - Class 5	75/388,922	11/12/1997
FLEXSKINS	74/615,892	12/15/1994
HEALTHRIDER MOMENTUM & Design		
I FIT	75/638,662	2/11/1999
I FIT INTERACTIVE FITNESS	75/639,302	2/11/1999
IFIT.COM INTERACTIVE	76/067,642	6/12/2000
PROFORM	75/240,954	2/11/1997
ROCK HARD ABS	75/114,437	6/5/1996
THERAPY IN MOTION	74/656,305	4/5/1995
TIMS	74/656,325	4/5/1995
WELLNESS CENTER	74/024,314	1/31/1990
ZONE TONER	75/074,359	3/18/1996

TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of April 9, 2002, by ICON IP, INC., a Delaware corporation ("Grantor"), in favor of GENERAL ELECTRIC CAPITAL CORPORATION, a Delaware corporation, in its capacity as Agent for Lenders ("Agent").

W I T N E S S E T H:

WHEREAS, pursuant to that certain Credit Agreement dated as of the date hereof by and among ICON Health & Fitness, Inc., a Delaware corporation, the Persons named therein as Credit Parties, Agent and the Persons signatory thereto from time to time as Lenders (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement"), Lenders have agreed to make the Loans and to incur Letter of Credit Obligations for the benefit of Grantor;

WHEREAS, Grantor is a subsidiary of Borrower and as such will derive direct and indirect economic benefits from the making of the Loans and other financial accommodations provided to Borrower pursuant to the Credit Agreement;

WHEREAS, Agent and Lenders are willing to make the Loans and to incur Letter of Credit Obligations as provided for in the Credit Agreement, but only upon the condition, among others, that Grantor shall have executed and delivered to Agent, for itself and the ratable benefit of Lenders, that certain Security Agreement dated as of the date herewith (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"); and

WHEREAS, pursuant to the Security Agreement, Grantor is required to execute and deliver to Agent, for itself and the ratable benefit of Lenders, this Trademark Security Agreement.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in Annex A thereto to the Credit Agreement.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Grantor hereby grants to Agent, on behalf of itself and Lenders, a continuing first priority security interest in all of Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark Collateral"):

- (a) all of its Trademarks and Trademark Licenses to which it is a party including those referred to on Schedule I hereto;
- (b) all reissues, continuations or extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and

(d) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

3. SECURITY AGREEMENT. The security interests granted pursuant to this Trademark Security Agreement are granted in conjunction with the security interests granted to Agent, on behalf of itself and Lenders, pursuant to the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[Signature page follows]

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

ICON IP, INC.

By: [Signature]
Name: Brad H. Beanson
Title: Secretary

ACCEPTED AND ACKNOWLEDGED BY:

GENERAL ELECTRIC CAPITAL CORPORATION

By: [Signature]
Duly Authorized Signatory

ACKNOWLEDGMENT OF GRANTOR

STATE OF IL)
COUNTY OF Cook) ss.

On this 9th day of April, 2002 before me personally appeared Brad H. Beanson, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of ICON IP, INC., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Elizabeth Burns
Notary Public

{seal}



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PROFORM	75/240,954	2/11/1997
ROCK HARD ABS	75/114,437	6/5/1996
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TIMS	74/656,325	4/5/1995
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ZONE TONER	75/074,359	3/18/1996

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AEROBICRIDER - - Sweden	311,897	4/19/1996
AEROBICRIDER - Chile	475,660	12/10/1996
AEROBICRIDER - Spain	1,955,145	10/5/1995
AEROBICRIDER - UK	2,013,203	3/6/1995
AEROBICRIDER - Australia	658,765	4/13/1995
AEROBICRIDER - Austria	162847	3/4/1996
AEROBICRIDER - Benelux	582.407	9/22/1995
AEROBICRIDER - France	95/56,159	3/29/1995
AEROBICRIDER - Germany	395-10-000	1/3/1996
AEROBICRIDER - Israel	97,899	4/3/1995
AEROBICRIDER - Japan	4,057,825	9/19/1997
AEROBICRIDER - Mexico	551,111	6/25/1997
AEROBICRIDER & Design - Taiwan	00754031	3/16/1997
AEROBICRIDER & Design - China	945,025	2/14/1997
AEROBICRIDER & Design - South Korea (KR Class 43)	355,217	1/29/1997
AEROBICRIDER & Design - Australia	665,316	6/29/1995
AEROBICRIDER PRO - Japan	3,214,153	10/31/1996
CADENCE - Algeria	052741	5/10/1997
CADENCE - Austria	162,769	2/29/1996
CADENCE - Benelux	583.130	10/31/1995
CADENCE - Czech Republic	216,154	3/16/2007
CADENCE - Egypt	106,575	9/7/1999
CADENCE - France	96633127	7/5/1996
CADENCE - Georgia Republic	9784	6/15/1998
CADENCE - Hungary	151,984	5/12/1998
CADENCE - Morocco	62.740	5/16/1997
CADENCE - Portugal	313,743	9/3/1996
CADENCE - Romania	28845	4/23/1997
CADENCE - Russia	149,710	10/31/1995
CADENCE - South Africa	97/06362	3/2/2000
CADENCE - Spain	1994881	4/3/1996
CADENCE - Switzerland	433,305	10/27/1995
CADENCE - Andorra	7599	10/17/1997
CADENCE - Argentina	1,676,369	7/24/1998
CADENCE - Chile	505,433	2/27/1998
CADENCE - Colombia	205,661	2/13/1998
CADENCE - Costa Rica	104795	11/24/1997
CADENCE - Croatia	Z970648	5/14/1998
CADENCE - Denmark	08 362 1995	12/8/1995

ICON IP, INC.
SCHEDULE OF INTELLECTUAL PROPERTY

CADENCE - Finland	210,038	5/29/1998
CADENCE - Germany	395,45,651	7/9/1996
CADENCE - Greece	126871	3/17/1998
CADENCE - Guatemala	87,859	10/8/1997
CADENCE - Italy	718769	7/17/1997
CADENCE - Mexico	566,888	12/15/1997
CADENCE - New Zealand	277,400	5/29/1997
CADENCE - Peru	37572	7/16/1997
CADENCE - Sweden	312,379	4/26/1996
CADENCE - UK	2,042,709	10/27/1995
CADENCE - Hong Kong	11992/1997	11/6/1996
CADENCE - Tangiers	12.023	5/12/1997
CARDIO - Algeria	052,738	5/10/1997
CARDIO - Azerbaijan	990,984	9/22/1999
CARDIO - Croatia	Z970649	5/14/1998
CARDIO - Czech Republic	216,155	3/29/1999
CARDIO - Georgia Republic	9785	6/15/1998
CARDIO - Morocco	62.743	5/16/1997
CARDIO - Poland	120,552	11/5/2000
CARDIO - Romania	28846	4/23/1997
CARDIO - South Africa	97/06363	3/2/2000
CARDIO - Ukraine	18325	5/27/1997
CARDIO - Andorra	8519	12/11/1997
CARDIO - Argentina	1,676,370	7/24/1998
CARDIO - Chile	505,434	2/27/1998
CARDIO - Colombia	205,677	2/13/1998
CARDIO - Costa Rica	104,895	12/3/1997
CARDIO - France	97695166	9/16/1997
CARDIO - Greece	134,073	4/19/1999
CARDIO - Guatemala	87,846	10/8/1997
CARDIO - Norway	187,378	12/11/1997
CARDIO - Peru	37516	7/15/1997
CARDIO - Venezuela	P-206376	7/31/1998
CARDIO - Hong Kong	11994/1997	11/6/1996
CARDIO - Hungary	151,986	5/12/1998
CARDIO - Tangiers	12.027	5/29/1997
CARDIO m - Portugal	324,568	1/6/1998
CARDIOGLIDE - Russia	148,579	10/27/1995
CARDIOGLIDE - Switzerland	444,596	2/17/1997
CARDIOGLIDE - U.K.	2,023,607	6/12/1995
CARDIOGLIDE - Austria	177,967	9/18/1998
CARDIOGLIDE - Benelux	615,567	6/3/1997

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CARDIOGLIDE - Denmark	03200/1997	7/25/1997
CARDIOGLIDE - Finland	210,039	5/29/1998
CARDIOGLIDE - Ireland	205,558	6/4/1997
CARDIOGLIDE - Italy	717,512	7/16/1997
CARDIOGLIDE - New Zealand	277,624	6/3/1997
CARDIOGLIDE - Sweden	332,873	9/3/1999
CARDIOGLIDE - Canada	489,102	2/2/1998
CARDIOGLIDE - France	95 575782	6/14/1995
CARDIOGLIDE - Germany	39524103	2/27/1996
CARDIOGLIDE - Switzerland	433,902	1/31/1997
CROSS TRAINER - Canada	467,872	12/18/1996
CROSS TRAINER - Germany	39408435	3/5/1996
CROSS TRAINER - Italy	691,721	11/15/1996
CROSS TRAINER - Norway	171,421	3/7/1996
CROSS TRAINER - Taiwan	695,283	11/1/1995
CROSS TRAINER - Australia	649,185	12/22/1994
CROSS TRAINER - Benelux	564,435	12/22/1994
CROSS TRAINER - Canada	467,872	12/18/1996
CROSS TRAINER - France	94550510	12/22/1994
CROSS TRAINER - Japan	4,314,400	9/10/1999
CROSS TRAINER - Mexico	503,896	9/18/1995
CROSS WALK - Azerbaijan	990,986	9/22/1999
CROSS WALK - Czech Republic	219,468	8/23/1999
CROSS WALK - Hungary	153,332	8/24/1998
CROSS WALK - Poland	120,519	11/15/2000
CROSS WALK - Romania	28847	4/23/1997
CROSS WALK - Ukraine	18321	5/27/1997
CROSS WALK - Algeria	052,736	5/10/1997
CROSS WALK - Australia	651,351	1/24/1995
CROSS WALK Croatia	2970650	5/14/1998
CROSS WALK - Italy	716118	2/1/1995
CROSS WALK - Morocco	62.745	5/16/1997
CROSS WALK - Norway	174 362	6/20/1996
CROSS WALK - South Africa	97/06364	3/2/2000
CROSS WALK - Spain	1,944,359	9/15/1995
CROSS WALK - Taiwan	00705118	1/16/1996
CROSS WALK - UK	2,007,871	1/17/1995
CROSS WALK - Andorra	7601	10/17/1997
CROSS WALK - Brazil	277,401	5/29/1997
CROSS WALK - Canada	501,305	9/28/1998
CROSS WALK - Chile	6/6/97	
CROSS WALK - Colombia	206,004	2/24/1998

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CROSS WALK - Costa Rica	104,798	11/24/1997
CROSS WALK - Denmark	03201/1997	7/25/1997
CROSS WALK - Finland)	210,040	5/29/1998
CROSS WALK - Georgia Republic	9780	6/15/1998
CROSS WALK - Greece	134,074	4/19/1999
CROSS WALK - Guatemala	87,845	10/8/1997
CROSS WALK - Mexico	489,380	2/8/1995
CROSS WALK - Peru	038262	8/18/1997
CROSS WALK - Portugal	324,569	1/6/1998
CROSS WALK - Sweden	306,203	11/24/1995
CROSS WALK Applicaiton - Russia	148,577	10/27/1995
CROSS WALK - Benelux	565,664	1/19/1995
CROSS WALK - France	95560524	2/28/1995
CROSS WALK - Germany	39502321.1	10/23/1995
CROSS WALK - Hong Kong	11993/1997	11/6/1996
CROSS WALK - Switzerland	424,527	1/18/1995
CROSS WALK - Tangiers	12.022	5/29/1997
DESIGN ONLY - Australia (old)	659,287	4/21/1995
DESIGN ONLY - Austria	163,550	4/9/1996
DESIGN ONLY - Greece (Stick Figure)	127,474	3/17/1998
DESIGN ONLY - Spain (Stick Figure)	2,003,639	6/5/1996
DESIGN ONLY (Stick Figure) - Benelux	588.487	12/7/1995
DESIGN ONLY (Stick Figure) - Switzerland	432.413	
Design Only - Italy (Stick Figure)	719112	7/17/1997
DESIGN ONLY (Stick Figure) - Norway	179,242	1/16/1997
DESIGN ONLY (new) - Australia	658,923	4/19/1995
DESIGN ONLY (Stick Figure) - France	95600788	12/12/1995
DESIGN ONLY (Stick Figure) - Germany	395,50,951	9/27/1996
DESIGN ONLY (Stick Figure) - Sweden	317,255	9/20/1996
DESIGN ONLY (Stick Figure) - U.K.	2,047,443	12/4/1995
Design Only (Stick Figure) - Portugal	314,388	9/13/1996
E Design - Australia	670,640	6/29/1995
E Rider Design - Australia (Dot & brushstroke, person dischead exercising device)	670,641	6/29/1995
E.A.R.N. - EC	1,189,851	8/28/2000
HAL-RYDER - Spain	574,365	11/18/1968
HEALTHRIDER - Sweden	254607	1/21/1994
HEALTHRIDER - UK	2,013,197	3/6/1995
HEALTHRIDER - Algeria	052,737	5/10/1997
HEALTHRIDER - Argentina	1,628,518	3/17/1997
HEALTHRIDER - Australia	658,766	4/13/1995
HEALTHRIDER - Austria	162,846	
HEALTHRIDER - Benelux	582,036	9/22/1995

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HEALTHRIDER - Brazil	819154130	11/17/1998
HEALTHRIDER - Canada	TMA 482,504	9/12/1997
HEALTHRIDER - Chile	475,569	12/30/1996
HEALTHRIDER - Czech Republic	215,547	2/22/1999
HEALTHRIDER - Egypt	TM 106578	4/23/1997
HEALTHRIDER - France	95/565,158	3/29/1995
HEALTHRIDER - Georgia Republic	9430	5/25/1998
HEALTHRIDER - Hungary	152,463	6/18/1998
HEALTHRIDER - Israel	97,898	4/3/1995
HEALTHRIDER - Italy	716,806	7/16/1997
HEALTHRIDER - Mexico	551,110	6/25/1997
HEALTHRIDER - Morocco	62.739	5/16/1997
HEALTHRIDER - Romania	28848	4/23/1997
HEALTHRIDER - Russia	156,111	3/12/1996
HEALTHRIDER - South Africa	97/06365	3/2/2000
HEALTHRIDER - Ukraine	18320	5/27/1997
HEALTHRIDER - Andorra	7602	10/17/1997
HEALTHRIDER - Azerbaijan	990,642	6/28/1999
HEALTHRIDER - Colombia	206,685	3/18/1998
HEALTHRIDER - Costa Rica	104872	12/3/1997
HEALTHRIDER - Croatia	Z970651A	4/2/1998
HEALTHRIDER - Denmark	03202/1997	7/25/1997
HEALTHRIDER - Finland	210,313	6/30/1998
HEALTHRIDER - Germany	2,059,877	3/15/1994
HEALTHRIDER - Greece	134,075	4/19/1999
HEALTHRIDER - Guatemala	86,996	11/11/1997
HEALTHRIDER - Ireland	205,265	6/4/1997
HEALTHRIDER - New Zealand	277,402	5/29/1997
HEALTHRIDER - Norway	187932	1/8/1998
HEALTHRIDER - Peru	038,263	8/18/1997
HEALTHRIDER - Poland	120,520	11/15/2000
HEALTHRIDER - Portugal	324,570	1/6/1998
HEALTHRIDER - Spain	2,202,379	
HEALTHRIDER - Switzerland	451,437	7/31/1997
HEALTHRIDER - Tangiers	12.021	5/29/1997
HEALTHRIDER - Venezuela	P-206900	7/31/1998
HEALTHRIDER & "E" Device - Australia	665,317	6/29/1995
HEALTHRIDER & Design - China	945,028	2/14/1997
HEALTHRIDER & Design - Germany	2,059,877	3/15/1994
HEALTHRIDER & Design - Taiwan	00730668	10/1/1996
HEALTHRIDER & Design (stylized) - Korea	355,216	1/29/1997
HEALTHRIDER & Design No. 2 - Germany	2,059,877	3/15/1994

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HEALTHRIDER (stylized) -Sweden	254605	1/21/1994
HEALTHRIDER PRO - Taiwan	00730728	10/1/1996
HEALTHRIDER PRO - Japan	3,214,152	10/31/1996
HEALTHRIDER PRO & Design - Australia	743,946	9/12/1997
I IMAGE & Design - Poland	73139	5/29/1991
ICON - Australia	717,831	9/20/1996
ICON - Hong Kong	4501/1998	11/6/1996
IFIT.COM - EC	1,340,918	11/30/2000
IMAGE - Austria	165,868	8/26/1996
IMAGE - Algeria	052,740	5/10/1997
IMAGE - Azerbaijan	990,985	9/22/1999
IMAGE - Colombia	205,676	2/13/1998
IMAGE - Croatia	Z970645	5/14/1998
IMAGE - Czech Republic	228,997	1/16/1997
IMAGE - Georgia Republic	9783	6/15/1998
IMAGE - Italy	683,953	7/4/1996
IMAGE - Romania	28842	4/23/1997
IMAGE - South Africa	97/06366	11/14/2000
IMAGE - Switzerland	423.999	7/12/1994
IMAGE - UK	1,577,859	
IMAGE - Ukraine	18324	5/27/1997
IMAGE - Andorra	7604	10/17/1997
IMAGE - Argentina	1,782,525	3/24/2000
IMAGE - Australia	B634,740	7/13/1994
IMAGE - Benelux	558,024	7/14/1994
IMAGE - Bolivia	71952-c	3/17/1999
IMAGE - Chile	596920	2/27/1998
IMAGE - China	893178	11/7/1996
IMAGE - Costa Rica	104797	11/24/1997
IMAGE - Ecuador	4179-98	8/20/1998
IMAGE - Germany	2,913,983	7/22/1998
IMAGE - Greece	134,071	3/17/1999
IMAGE - Honduras	70004	10/28/1997
IMAGE - Hong Kong	11226/1997	
IMAGE - Ireland	206378	6/4/1999
IMAGE - Morocco	62.744	5/16/1997
IMAGE - Nicaragua	40,174	1/26/1999
IMAGE - Panama	87539	5/14/1997
IMAGE - Paraguay	200.614	2/24/1998
IMAGE - Peru	37573	7/16/1997
IMAGE - Portugal	324,571	1/6/1998
IMAGE - Uruguay	294,701	7/16/1998

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IMAGE - France	94546137	11/24/1994
IMAGE - Guatemala	76651/1487/164	3/28/1996
IMAGE - Sweden	300,925	4/21/1995
IMAGE - Tangiers	12.025	5/29/1997
JUMP KING	2211637	7/5/1999
JUMP KING - Australia	717,827	9/20/1996
JUMP KING - Benelux	562,257	11/21/1996
JUMP KING - Canada	466,160	11/21/1996
JUMP KING - France	94543361	11/4/1994
JUMP KING - Hong Kong	B6192/1998	11/6/1996
JUMP KING - Mexico	500,723	8/9/1985
JUMP KING - Spain	2211637	7/5/1999
JUMP KING - UK	2,002,282	11/10/1994
LEGEND - Australia	634,739	7/13/1994
LEGEND - Italy	684,250	7/25/1996
LEGEND - Norway	174 313	6/20/1996
LEGEND - Switzerland	423.998	7/12/1994
LEGEND - Benelux	558,023	7/14/1994
LEGEND - France	95553387	1/13/1995
LEGEND - Germany	2,093,904	3/28/1995
LEGEND - Guatemala	81229/471/174	9/11/1996
LEGEND SPORTING - Mexico	511,736	7/17/1995
LIFE STYLER - Norway	172,810	5/2/1996
LIFE STYLER - Spain	1,946,339	2/8/1995
LIFE STYLER - Austria	164,173	5/14/1996
LIFE STYLER - Germany	39,508,310	12/8/1995
LIFE STYLER - Italy	716,117	2/1/1995
LIFE STYLER - Sweden	311,372	4/12/1996
LIFE STYLER - Switzerland	425,482	1/23/1995
LIFE STYLER - Benelux	565,922	1/26/1995
LIFE STYLER - UK	2,008,381	1/19/1995
LIFESTYLER - France	95554759	1/24/1995
PRO FORM - South Africa	97/06367	3/2/2000
PRO FORM - Algeria	052,735	5/10/1997
PRO FORM - Azerbaijan	990,988	9/22/1999
PRO FORM - Canada	379,069	2/1/1991
PRO FORM - Croatia	Z970646	6/3/1998
PRO FORM - Czech Republic	216,156	3/29/1999
PRO FORM - Egypt	TM 106573	4/23/1997
PRO FORM - Georgia Republic	9782	6/15/1998
PRO FORM - Italy	717,948	7/17/1997
PRO FORM - Italy	683745	7/4/1996

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PRO FORM - Morocco	62,742	5/16/1997
PRO FORM - Poland	120,550	11/15/2000
PRO FORM - Russia	177,420	7/16/1999
PRO FORM - Ukraine	18323	5/27/1997
PRO FORM - Andorra	7605	10/16/1997
PRO FORM - Finland	216,194	12/15/1999
PRO FORM - Hungary	151,985	5/12/1998
PRO FORM - Ireland	206,012	6/4/1997
PRO FORM - Japan	2,120,604	3/27/1989
PRO FORM - Portugal	311,866	9/4/1996
PRO FORM - Romania	28843	4/23/1997
PRO FORM - Russia	149100	10/27/1995
PRO FORM - Andorra	13,564	2/12/1997
PRO FORM - Argentina	1,492,986	12/30/1993
PRO FORM - Benelux	556,516	6/15/1994
PRO FORM - Denmark	1170/95	2/17/1995
PRO FORM - France	94533204	8/18/1994
PRO FORM - Germany	2,093,925	3/28/1995
PRO FORM - Hong Kong	B7762/1998	6/30/1994
PRO FORM - Spain	1,712,086	4/5/1994
PRO FORM - UK	1,267,096	5/14/1986
PRO FORM (stylized) - Switzerland	430,292	8/27/1996
PRO FORM CROSS TRAINER (Stylized) - Switzerland	431,991	6/23/1994
PRO FORM SPORT & Design - Spain	635,640	3/20/1995
PRO FORM SPORT & Design - Switzerland	415,830	5/15/1995
PROFORM - Switzerland	442,030	8/15/1995
PROFORM - Germany	395-28-136	4/4/1996
PROFORM - Spain	1,979,689	2/5/1996
PROFORM - UK	2,025,309	6/27/1995
PROFORM - Australia	717,830	9/20/1996
PROFORM - Australia	B445,125	5/9/1986
PROFORM - Austria	172,457	11/10/1997
PROFORM - Bolivia	71743-C	3/19/1999
PROFORM - Canada	379,069	2/1/1991
PROFORM - China	893170	11/7/1996
PROFORM - Colombia	205,678	2/13/1998
PROFORM - France	1,418,334	4/15/1997
PROFORM - France	95597585	11/15/1995
PROFORM - Greece	126,776	11/17/1998
PROFORM - Guatemala	96,690	7/26/1999
PROFORM - Honduras	70,266	12/16/1997
PROFORM - Korea	332,519	1/25/1996

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PROFORM - Mexico	488,677	4/24/1995
PROFORM - New Zealand	165,434	5/12/1986
PROFORM - Nicaragua	50,759	8/28/2001
PROFORM - Norway	168,543	6/22/1995
PROFORM - Paraguay	203,024	5/19/1998
PROFORM - Peru	041,253	10/14/1997
PROFORM - Taiwan	676,174	4/1/1995
PROFORM - Tangiers	12,026	5/29/1997
PROFORM - Uruguay	294,703	7/16/1998
PROFORM - Brazil	817953469	
PROFORM - Ecuador	4449-98	9/18/1998
PROFORM & Design - Ecuador	5251-98	10/1/1998
PURSUIT - Switzerland	433,304	10/27/1995
PURSUIT - Benelux	582,084	10/31/1994
PURSUIT - France	96633126	7/5/1996
PURSUIT - Germany	395,45,652	7/9/1996
PURSUIT - Russia	149,712	10/31/1995
PURSUIT - U.K.	2,042,707	10/27/1995
PURSUIT - Austria	166,620	10/8/1996
PURSUIT - Greece	126,870	9/17/1998
PURSUIT - Italy	718770	7/17/1997
PURSUIT - Norway	179,192	1/16/1997
PURSUIT - Sweden	312,378	4/26/1996
SPACE SAVER - Australia	819,126	1/5/2000
SPORTRIDER - Spain	1988208	4/3/1996
SPORTRIDER - Argentina	1,628,519	3/17/1997
SPORTRIDER - Australia	671,274	
SPORTRIDER - Benelux	583,124	9/22/1995
SPORTRIDER - Chile	478,673	
SPORTRIDER - France	95508478	9/18/1995
SPORTRIDER - Israel	100,721	
SPORTRIDER - Mexico	551,112	6/25/1997
SPORTRIDER - Russia	156,110	3/12/1996
SPORTRIDER - Sweden	311,898	4/19/1996
SPORTRIDER - Sweden	170,642	7/16/1997
SPORTRIDER - Austria	39,537,587	4/3/1996
SPORTRIDER - Germany	00754032	3/16/1997
SPORTRIDER & Design - Taiwan	2,033,378	6/20/1997
SPORTRIDER & Design - UK	0746/1996	2/2/1996
Standing Stick Figure - Denmark	463,463	11/17/1999
W WESCO & Design - EC	052,739	5/10/1997
WESLO - Algeria	Z970647	5/14/1998
WESLO - Croatia		

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WESLO - Czech Republic	216,153	3/29/1999
WESLO - Egypt	106,574	4/23/1997
WESLO - Georgia Republic	9781	6/15/1998
WESLO - Hungary	151,987	5/12/1998
WESLO - Italy	683743	7/4/1996
WESLO - Morocco	62,741	5/16/1997
WESLO - Poland	120,551	11/21/2000
WESLO - Romania	28844	4/23/1997
WESLO - Russia	148,578	10/27/1995
WESLO - South Africa	97/06368	3/2/2000
WESLO - Switzerland	424,439	7/20/1994
WESLO - Taiwan	713,659	4/1/1996
WESLO - Ukraine	18322	5/27/1997
WESLO - Andorra	13,565	2/12/1997
WESLO - Andorra	7603	10/16/1997
WESLO - Australia	632,349	6/16/1994
WESLO - Austria	165,278	7/18/1996
WESLO - Azerbaijan	990,987	9/22/1999
WESLO - Bolivia	71953-C	3/17/1999
WESLO - Canada	375,113	11/2/1990
WESLO - China	893167	11/7/1996
WESLO - Colombia	205,662	2/13/1998
WESLO - Costa Rica	104796	11/24/1997
WESLO - Ecuador	4448-98	9/18/1998
WESLO - Finland	210,037	5/29/1998
WESLO - Greece	134,072	4/19/1999
WESLO - Guatemala	98,215	7/27/1999
WESLO - Honduras	75,082	8/31/1999
WESLO - Hong Kong	3445/96	6/30/1994
WESLO - Ireland	204,553	6/4/1997
WESLO - Japan	4,027,674	7/11/1997
WESLO - Korea	332,518	1/25/1996
WESLO - Mexico	492,775	4/7/1995
WESLO - New Zealand	237,947	6/16/1994
WESLO - Norway	168,542	6/22/1995
WESLO - Peru	37517	7/15/1997
WESLO - Taiwan	277,982	4/1/1985
WESLO - Uruguay	294,702	7/16/1998
WESLO - Argentina	1,492987	12/1/1993
WESLO - Benelux	553,874	6/15/1994
WESLO - Brazil	817953477	1/9/1994
WESLO - Chile	464,649	

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WESLO - Denmark	VR 460 1995	1/20/1995
WESLO - France	94 544,791	11/16/1994
WESLO - Germany	2,096,845	5/17/1995
WESLO - Tangiers	12/024	5/29/1997
WESLO - UK	1,575,354	6/14/1994
WESLO 3000 FITNESS - Spain	2,038,676	8/20/1997
WESLOHOME - Spain	2,010,727	4/7/1997

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Pending Foreign Trademark Applications

Mark	Serial No.	Filed
AEROBICRIDER & Design - Australia	631,111	5/30/1994
CADENCE TM - Azerbaijan	Pending	
CADENCE TM - Nigeria	TP 31186	6/2/1997
CADENCE TM - Norway	956,751	10/27/1995
CADENCE TM - Poland	Z-172787	4/25/1997
CADENCE TM - Ukraine	97051455/T	5/4/1997
CADENCE TM - Brazil	819891240	4/22/1997
CADENCE TM - Venezuela	9098-97	5/8/1997
CARDIO THEATER - EC	01776384	7/26/2000
CARDIO TM - Bosnia - Herzegovina	BAZ971741A	4/29/1997
CARDIO TM - Egypt	106,576	4/23/1997
CARDIO TM - Nigeria	TP 31188	6/13/1997
CARDIO TM - Benelux	Pending	
CARDIO TM - Brazil	819891258	
CARDIO TM - Finland	Pending	
CARDIO TM - Ireland	Pending	
CARDIO TM - Mexico	312,896	11/3/1997
CARDIO TM - New Zealand	Pending	
CARDIO TM - Switzerland	Pending	
CARDIOGLIDE Series - Australia	750,592	12/10/1997
CROSS WALK - Australia	717,824	9/20/1996
CROSS WALK TM - Bosnia - Herzegovina	BAZ971742A	4/29/1997
CROSS WALK TM - Nigeria	tp 31184	6/2/1997
CROSS WALK TM - Austria	AM5755/97	10/16/1997
CROSS WALK TM - Egypt	106,577	4/23/1997
CROSS WALK TM - Ireland	Pending	
CROSS WALK TM - New Zealand	277,401	5/29/1997
CROSS WALK TM - Venezuela	9100-97	5/8/1997
Handlebar Configuration Foreign Filing - Community Trademark	414508	11/28/1996
HEALTHRIDER & "E" Device - Australia	631,110	5/30/1994
HEALTHRIDER & Design TM - Australia	658,766	4/13/1995
HEALTHRIDER TM - Bosnia - Herzegovina	BAZ971743A	4/29/1997
HEALTHRIDER TM - Japan	7-119654	11/20/1995
HEALTHRIDER TM - Nigeria	TP 31189	6/2/1997
I FIT INTERACTIVE FITNESS TM - EC	1094358	3/4/1999
I FIT TM - EC	1094325	3/14/1999
IMAGE TM - El Salvador	1251/99	2/24/1999
IMAGE TM - Australia	717,828	9/20/1996
IMAGE TM - Bosnia - Herzegovina	BAZ971737A	4/29/1997
IMAGE TM - Hungary	M 97 01581	5/9/1997

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IMAGE TM - Nigeria	TP 31185	6/2/1997
IMAGE TM - Poland	Z-172791	4/25/1997
IMAGE TM - Russia	95712101	
IMAGE TM - Brazil	819891223	4/22/1997
IMAGE TM - Denmark	4903/94	7/13/1994
IMAGE TM - Egypt	106,572	4/23/1997
IMAGE TM - Finland	T 199702320	6/6/1997
IMAGE TM - Venezuela	9101-97	5/8/1997
PARABODY TM - EC	291,070	6/25/1996
PRO FORM TM - Bosnia - Herzegovina	BAZ971738A	4/29/1997
PRO FORM TM - Nigeria	TP 31187	6/2/1997
PROFORM TM - Brazil	818413336	4/18/1995
PROFORM TM - El Salvador	1249/99	2/24/1999
SPACE SAVER - New Zealand	604,363	12/6/1999
SPACE SAVER TM - Canada	1,108,157	6/28/2001
Standing Stick Figure TM - Russia	95713965	12/7/1995
WESLO TM - Bosnia - Herzegovina	BAZ9713739A	4/29/1997
WESLO TM - Nigeria	TP 31190	6/13/1997
WESLO TM - Australia	717,829	9/20/1996
WESLO TM - China	Pending	
WESLO TM - El Salvador	1250/99	2/24/1999
WESLO TM - Nicaragua	97-01452	5/1/1997
WESLO TM - Spain	1,910,542	6/24/1994

NORDICTRACK (ICON IP, INC.)
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Registered Foreign Trademarks

Docket No.	Mark	Reg. No.	Issued
14839.0011a	AB WORKS - EC	456,889	3/1/1999
14839.0112a (Bill)	NORDICFLEX TM - Norway	161,400	2/10/1994
14839.0130a	NORDICTRACK TM - Hong Kong	B04845	10/16/1995
14839.0130aa	NORDICTRACK TM - Hungary	158,999	11/26/1999
14839.0130b	NORDICTRACK TM - Israel	110,827	7/6/1998
14839.0130c	NORDICTRACK TM - Philippines	4-1996-1089	110/8/2000
14839.0130cc	NORDICTRACK TM - Morocco	68.702	2/5/1999
14839.0130cc.1	NORDICTRACK - Tangiers	15.007	2/4/1999
14839.0130dd	NORDICTRACK TM - New Zealand	304,551	2/1/1999
14839.0130e	NORDICTRACK TM - Australia	729,645	3/11/1997
14839.0130g	NORDICTRACK TM - Chile	501.630	2/14/1999
14839.0130g.1	NORDICTRACK TM - Chile	496,338	11/7/1997
14839.0130g.2	NORDICTRACK TM - Chile	507.361	2/14/2000
14839.0130gg	NORDICTRACK TM - Norway	203,879	7/27/2000
14839.0130hh	NORDICTRACK TM - Panama	98895	2/18/1999
14839.0130i	NORDICTRACK TM - Saudi Arabia	451/30	4/11/1998
14839.0130ii	NORDICTRACK TM - Paraguay	217,215	9/2/1999
14839.0130j	NORDICTRACK TM - Mexico	504,377	9/19/1995
14839.0130j.1	NORDICTRACK TM - Mexico	509,201	10/31/1995
14839.0130j.3	NORDICTRACK TM - Mexico	509,202	10/31/1995
14839.0130j.4	NORDICTRACK TM - Mexico	528,287	8/14/1996
14839.0130jj	NORDICTRACK TM - Peru	054,558	4/27/1999
14839.0130k	NORDICTRACK TM - Korea	33,542	11/15/1996
14839.0130k.1	NORDICTRACK TM - Korea	340,829	6/11/1996
14839.0130k.2	NORDICTRACK TM - Korea	336,857	4/9/1996
14839.0130l	NORDICTRACK TM - Canada	472,752	3/18/1997
14839.0130ll	NORDICTRACK TM - Romania	37341	2/1/1999
14839.0130m	NORDICTRACK TM - United Arab Emirates		
14839.0130mm	NORDICTRACK TM - Russia	190,362	3/11/1999
14839.0130n	NORDICTRACK TM - Singapore	T95/101636	10/24/1995
14839.0130oo	NORDICTRACK TM - Switzerland	464,544	3/30/1999

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14839.0130p	NORDICTRACK TM - Argentina	1,786,785	4/6/2000
14839.0130q	NORDICTRACK TM - Bolivia	81467-C	9/4/2000
14839.0130qq	NORDICTRACK TM - Thailand	107,948	4/30/1999
14839.0130s	NORDICTRACK TM - China	1,453,146	10/7/2000
14839.0130t	NORDICTRACK TM - Costa Rica	114,878	7/29/1999
14839.0130u	NORDICTRACK TM -Czech Republic	233980	2/10/2001
14839.0130v	NORDICTRACK TM - Ecuador	I-1576-00	3/20/2000
14839.0130vv	NORDICTRACK - Austria	188,367	5/10/2000
14839.0130w	NORDICTRACK TM - El Salvador	00164	10/1/2001
14839.0130ww	NORDICTRACK - Germany	39875154	7/23/1999
14839.0130x	NORDICTRACK TM - Georgia	13176	3/7/2000
14839.0130y.1	NORDICTRACK & Logo (stylized) - Guatemala (assigned fro	90518	6/18/1998
14839.0130y.2	NORDIC - Guatemala (assigned from Equipos Saludables, S	83002	2/5/1997
14839.0130z	NORDICTRACK TM - Honduras	75,885	11/25/1999
14839.0131b	NORDICTRACK Logo TM - Australia	626,548	4/6/1994

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Pending Foreign Trademark Applications

Docket No.	Mark	Serial No.	Filed
14839.0130bb	NORDICTRACK TM - Japan	8620/1999	2/4/1999
14839.0130ee	NORDICTRACK TM - Nicaragua		
14839.0130f	NORDICTRACK TM - Egypt	108,241	7/8/1997
14839.0130ff	NORDICTRACK TM - Nigeria		2/25/1999
14839.0130h	NORDICTRACK TM - Colombia	98.010.291	2/25/1998
14839.0130kk	NORDICTRACK TM - Poland	Z197354	2/3/1999
14839.0130nn	NORDICTRACK TM - South Africa	99/01681	2/2/1999
14839.0130pp	NORDICTRACK TM - Tangiers		
14839.0130r	NORDICTRACK TM - Brazil	821444212	2/22/1998
14839.0130rr	NORDICTRACK TM - Ukraine	99030785	3/15/1999
14839.0130ss	NORDICTRACK TM - Uruguay	310,351	2/4/1999
14839.0130tt	NORDICTRACK TM - Venezuela	1313-99	2/4/1999
14839.0130uu	NORDICTRACK TM - EC	01175751	5/18/1999
14839.0130xx	NORDIC TRACK - EC	1,422,542	12/14/1999
14839.0130y	NORDICTRACK TM - Guatemala	99-00761	2/1/1999