

09-25-2002

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FORM PTO-1594
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

2002 SEP 23 AM 9:37

TRADMARK OFFICE

102232387

To the Assistant Commissioner of Trademarks, please record the attached original documents or copy thereof.

FINANCE SECTION

1. Name of conveying party(ies):

DIRECT FOCUS, INC.

9.23.02

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

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

3. Nature of Conveyance:

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

Execution Date: May 8, 2002

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

Name: THE NAUTILUS GROUP, INC.

Internal Address: _____

Street Address: 1400 NE 136th Avenue

City: Vancouver

State: WA Zip: 98684

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

If assignee is not domiciled in the U.S., a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

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

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

A. Trademark Application No.(s)

75/524,820

B. Trademark Registration No.(s)

- 1,416,128
- 1,503,470
- 1,523,651
- 1,608,382
- 1,870,675
- 1,870,676
- 1,885,625
- 1,943,312
- 2,163,143
- 2,202,480
- 2,366,934
- 2,366,935
- 2,373,271
- 2,379,854
- 2,382,116
- 2,435,617
- 2,438,915
- 2,480,507
- 2,610,341

Additional numbers attached? Yes No

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

Name: Edward S. Wright, Esq.

Internal Address: DORSEY & WHITNEY LLP

Street Address: SUITE 3400

FOUR EMBARCADERO CENTER

City: SAN FRANCISCO

State: CA

Zip: 94111-4187

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41):.....\$ 515.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 50-2319

Please debit any underpayment or credit any overpayment to the above deposit account.

Our Order No. TG-43875/ESW

09/24/2002 LNUELLER 00000134 75524820

01 FC:481
02 FC:482

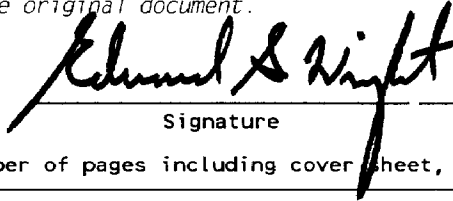
40.00 DP
475.00 DP

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.

Edward S. Wright
Name of Person Signing


Signature

September 16, 2002
Date

Total number of pages including cover sheet, attachments and document: [4]

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks
Box Assignment
Washington, D.C. 20231

File No. TG-43875/ESW

Rev. 8/93

STATE of WASHINGTON



SECRETARY of STATE

I, *SAM REED*, Secretary of State of the State of Washington and custodian of its seal,

hereby certify by this certificate that the attached is a true and correct copy of

ARTICLES OF AMENDMENT

of

DIRECT FOCUS, INC.

Changing name to
THE NAUTILUS GROUP, INC.

as filed in this office on May 14, 2002.



Date: June 4, 2002

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*


sm
Sam Reed, Secretary of State

135-2549.0
2002

FILED
SECRETARY OF STATE
MAY 14 2002
STATE OF WASHINGTON

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
DIRECT FOCUS, INC.**

601 414 509

Pursuant to RCW 23B.10.060 of the Washington Business Corporation Act, the undersigned corporation hereby submits the following amendment to the corporation's Articles of Incorporation:

1. The name of the corporation is Direct Focus, Inc.
2. The text of the amendment as adopted is as follows:


*ARTICLE I
NAME*

The name of this Corporation is The Nautilus Group, Inc.

3. The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.
4. The date of adoption of such amendment by the Board of Directors was April 15, 2002.
5. Pursuant to RCW 23B.10.020(5), shareholder action is not required in connection with the amendment.
6. The amendment shall be effective at 12:01 a.m. on May 21, 2002.

DATED this 8th day of May, 2002.

DIRECT FOCUS, INC.

By: 
Brian R. Cook, Chief Executive Officer

77994

Validation
Val: 05/14/2002 - 124533
\$100.00 on 05/14/2002
Credit Card - 05/14/2002 - 0