

04-10-2003



Atty. Ref.: 21332.200401

FINANCE SECTION RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(s).

Submission Type

New **4703**

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Merger

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

04/09/2003 ECOOPER 00000116 2038905

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002709 FRAME: 0155

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name MICHAEL J. HUGHES

Address (line 1) IPLO INTELLECTUAL PROPERTY LAW OFFICES

Address (line 2) 1901 SOUTH BASCOM AVENUE, SUITE 660

Address (line 3) CAMPBELL, CALIFORNIA 95008

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number 408.558.9950

Name MICHAEL J. HUGHES

Address (line 1) IPLO INTELLECTUAL PROPERTY LAW OFFICES

Address (line 2) 1901 S. BASCOM AVENUE, SUITE 660

Address (line 3) CAMPBELL, CALIFORNIA 95008

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number, or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Three empty boxes for Trademark Application Number(s).

Registration Number(s) boxes: 2,038,905, followed by two empty boxes.

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: # 08-3240

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

MICHAEL J. HUGHES
Name of Person Signing

Michael J. Hughes
Signature

31 March 2003
Date Signed

Acknowledgement of Assignment of Trademark Rights

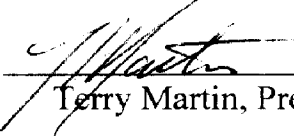
WHEREAS, Outland Design Technologies, Inc. (also known as Outland Design Technologies), a Washington Corporation of 6591 Hannegan (formerly of 7159 Guide Meridian), Lynden, Washington 98264 (Assignor), is the record owner of the following trademark in the United States of America:

Mark	Registration Number	Registration Date	Attorney Reference
VPP	2,038,905	02 February 1997	21332.2004.01

WHEREAS, Santa Cruz Bicycles, Inc., a California corporation, whose registered office is at 104 Bronson Street #22, Santa Cruz, California 95062, (Assignee) has, for good and valuable consideration, acquired all right, title and interest in and to the trademark and registration, without recourse against Assignor and without warranty by Assignor. It is acknowledged that such acquisition occurred as part of the transfer of the portion of the business relating to bicycle and bicycle frame products and that such occurred on or before December 27, 2000. It is specifically acknowledged that the rights then existing, if any, to the above trademark were intended to have been transferred at that time and this General Assignment is effective as of December 27, 2000.

NOW, THEREFORE, the undersigned, an authorized officer of Assignor, HEREBY SPECIFICALLY ASSIGNS said Trademark and registration, and acknowledges the transfer of the rights to the above-identified mark, together with all rights normally associated therewith including any goodwill applicable thereto symbolized by the mark, to Assignee.

Assignor: Outland Design Technologies, Inc.

Signature: 
Terry Martin, President

Date: 3-14-03

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

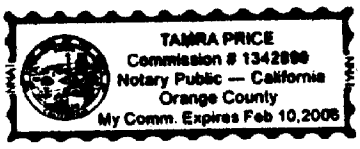
State of California

County of Orange } ss.

On 14th March, 2003, before me, Tamra Price, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Terry M Martin
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Tamra Price
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Acknowledgement of Assignment of Trade Rights

Document Date: 3-14-03 Number of Pages: 1

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer

Signer's Name: Terry M. Martin

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: N/A

