

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bombardier Recreational Products Inc.		01/30/2004	CORPORATION: CANADA

RECEIVING PARTY DATA	
Name:	Bank of Montreal
Street Address:	One First Canadian Place, 4th Floor
City:	Toronto
State/Country:	CANADA
Postal Code:	M5X 1H3
Entity Type:	Bank: CANADA

PROPERTY NUMBERS Total: 116

Property Type	Number	Word Mark
Registration Number:	948141	SKI-DOO
Registration Number:	945135	SKI-DOO
Registration Number:	939563	SKI-DOO
Registration Number:	909010	
Registration Number:	870779	ALPINE
Registration Number:	863877	SW
Registration Number:	852612	MUSKEG
Registration Number:	850100	J5
Registration Number:	795072	MOTO-SKI
Registration Number:	519909	JOHNSON
Registration Number:	516807	EVINRUDE
Registration Number:	259154	SEA HORSE
Registration Number:	233698	JOHNSON
Registration Number:	2378130	EVINRUDE

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Registration Number:	2375475	FICHT RAM INJECTION
Registration Number:	2298590	SKI-DOO
Registration Number:	2241036	SNOW HOW...
Registration Number:	2227150	WINTER RULES
Registration Number:	2145130	NAUTIC PRO
Registration Number:	2139400	FICHT
Registration Number:	2116163	SNOW HOW...
Registration Number:	1972049	LEGEND
Registration Number:	1794863	XP
Registration Number:	1317437	SNAP-IN
Registration Number:	1261637	SKANDIC
Registration Number:	1246903	ECONOMEASURE
Registration Number:	1967336	SPEEDSTER
Registration Number:	1966866	MX-Z
Registration Number:	1957643	EVEREST
Registration Number:	1926380	MACH Z
Registration Number:	1912626	SKI-DOO
Registration Number:	1876288	SEA-DOO
Registration Number:	1854124	EXPLORER
Registration Number:	1846188	SUMMIT
Registration Number:	1778696	INTRUDER
Registration Number:	1630778	RAKER
Registration Number:	1547250	SEA-DOO
Registration Number:	1544209	TECH SERIES
Registration Number:	1532911	SEA-DOO
Registration Number:	1494082	ACCUMIX R
Registration Number:	1456293	ACCUMIX
Registration Number:	1438492	JOHNSON
Registration Number:	1426296	EVINRUDE
Registration Number:	1345990	SST II
Registration Number:	1335382	SAFARI
Registration Number:	1313012	TRIPLE-GUARD
Registration Number:	1293585	EVINRUDE
Registration Number:	1292771	NORDIK
Registration Number:	1287780	QUARTACH

Registration Number:	1277753	JOHNSON
Registration Number:	1152325	CITATION
Registration Number:	1133435	2 + 4
Registration Number:	1048091	SST
Registration Number:	2260146	MARINE BUSINESS ACADEMY
Serial Number:	76045396	LEGEND
Serial Number:	76132702	X
Serial Number:	76141062	LEARNING KEY
Serial Number:	76175092	UTOPIA
Serial Number:	76217129	QUEST
Serial Number:	78228133	TRAPPER
Serial Number:	76231554	X-TEAM
Serial Number:	76231555	X-RACING
Serial Number:	76231556	X-SHOP
Serial Number:	78242026	3D
Serial Number:	78250725	XD25
Serial Number:	76248105	
Serial Number:	76248106	
Serial Number:	76248107	
Serial Number:	76248108	
Serial Number:	76248109	
Serial Number:	78260101	X
Serial Number:	78270667	TUNDRA
Serial Number:	76274569	RXX
Serial Number:	76278170	SPORT ACTIVITY BOAT
Serial Number:	76278173	RX
Serial Number:	78298425	H3O
Serial Number:	78299516	RXP
Serial Number:	78299816	FOX
Serial Number:	78300401	BV2S
Serial Number:	78300991	RENEGADE
Serial Number:	76294696	BR 180
Serial Number:	76294697	BR 180
Serial Number:	76295768	BR 2000
Serial Number:	76295771	POSI-FLEX

Serial Number:	78307100	EXPEDITION
Serial Number:	78341404	SARASOTA
Serial Number:	76315602	GOLD-XLD
Serial Number:	78328155	EMBRIO
Serial Number:	76412582	RALLY
Serial Number:	76418454	RIDE SMART FROM THE START
Serial Number:	76420639	HX
Serial Number:	76420640	GSX
Serial Number:	76420642	TTI
Serial Number:	76423020	FOLLOW NO ONE
Serial Number:	76429193	SUPER DUTY
Serial Number:	76433983	EVERYBODY'S DOIN' IT
Serial Number:	76438104	ELITE
Serial Number:	76453040	O.P.A.S.
Serial Number:	76500473	RPM RESPIRACTIVE PERFORMANCE MATRIX
Serial Number:	76501672	SNOGEAR
Serial Number:	76523302	OUTLANDER
Registration Number:	2772915	DEALERPORT
Registration Number:	2770564	DS 650
Registration Number:	2763685	R.A.S.
Registration Number:	2763684	REV
Registration Number:	2736941	TRAXTER
Registration Number:	2727528	ISLANDIA
Registration Number:	2725184	3D SAILING
Registration Number:	2708568	RX
Registration Number:	2708559	RXX
Registration Number:	2705260	PRECISION
Registration Number:	2694318	JOHNSON
Registration Number:	2572433	
Registration Number:	2452575	CARBX
Registration Number:	2445815	SEAQUEST
Registration Number:	2443860	NAUTIC PRO

CORRESPONDENCE DATA

Fax Number: (450)461-7833

TRADEMARK
REEL: 002815 FRAME: 0709

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: ip@brp.com
Correspondent Name: Bombardier Recreational Products Inc.
Address Line 1: P.O. Box 230
Address Line 2: Legal Services Dept. St-Bruno
Address Line 4: Norton, VERMONT 05907-0230

ATTORNEY DOCKET NUMBER:

SECURITY AGREEMENT

DOMESTIC REPRESENTATIVE

Name: Bombardier Motor Corporation of America
Address Line 1: 10101 Science Drive
Address Line 2: Legal Services Dept.
Address Line 4: Sturtevant, WISCONSIN 53177

NAME OF SUBMITTER:

Frederic Dionne

Total Attachments: 11

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U.S. TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of January 30, 2004, by Bombardier Recreational Products Inc. (the "Pledgor") in favor of Bank of Montreal, in its capacity as administrative agent pursuant to the Credit Agreement (in such capacity, the "Administrative Agent").

WITNESSETH:

WHEREAS, the Pledgor is party to a Security Agreement, dated as of December 18, 2003 (the "Security Agreement"), in favor of the Administrative Agent pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Administrative Agent, for the benefit of the Secured Parties, to enter into Credit Agreement, the Pledgor hereby agrees with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. As collateral security for the payment and performance in full of all the Obligations, the Pledgor hereby pledges and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of the Pledgor:

- (a) Trademarks of the Pledgor listed on Schedule I attached hereto;
- (b) all Goodwill relating to such Trademarks; and
- (c) all Proceeds of any and all of the foregoing (other than Excluded Property).

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Security Agreement and the Pledgor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademarks 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. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Administrative Agent shall otherwise determine.

SECTION 4. Termination. Upon the full performance of the Obligations, the Administrative Agent shall forthwith execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement and the Security Agreement.

[signature page follows]

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

Very truly yours,

BOMBARDIER RECREATIONAL PRODUCTS INC.

By: *Jennifer E. Millson*
Name: Jennifer E. Millson
Title: Secretary

Accepted and Agreed:
BANK OF MONTREAL, as Administrative Agent

By: *Stephen Kelly*
Name: Stephen Kelly
Title: Director

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations:

Owner	Mark	Registration No.
Bombardier Recreational Products Inc.	SKI-DOO	948,141
Bombardier Recreational Products Inc.	SKI-DOO	945,135
Bombardier Recreational Products Inc.	SKI-DOO	939,563
Bombardier Recreational Products Inc.	SNOWMOBILE DESIGN	909,010
Bombardier Recreational Products Inc.	ALPINE	870,779
Bombardier Recreational Products Inc.	SW	863,877
Bombardier Recreational Products Inc.	MUSKEG	852612
Bombardier Recreational Products Inc.	J5	850100
Bombardier Recreational Products Inc.	MOTO-SKI	795072
Bombardier Recreational Products Inc.	JOHNSON	519,909
Bombardier Recreational Products Inc.	EVINRUDE & design	516,807
Bombardier Recreational Products Inc.	SEA HORSE	259154
Bombardier Recreational Products Inc.	JOHNSON & design	233,698

Owner	Mark	Registration No.
Bombardier Recreational Products Inc.	DEALERPORT	2,772,915
Bombardier Recreational Products Inc.	DS650	2,770,564
Bombardier Recreational Products Inc.	R.A.S.	2,763,685
Bombardier Recreational Products Inc.	REV	2,763,684
Bombardier Recreational Products Inc.	TRAXTER	2,736,941
Bombardier Recreational Products Inc.	ISLANDIA	2,727,528
Bombardier Recreational Products Inc.	3D SAILING	2,725,184
Bombardier Recreational Products Inc.	RX	2,708,568
Bombardier Recreational Products Inc.	RXX	2,708,559
Bombardier Recreational Products Inc.	PRECISION	2,705,260
Bombardier Recreational Products Inc.	JOHNSON	2,694,318
Bombardier Recreational Products Inc.	THE COLOR YELLOW (motoneige)	2,572,433
Bombardier Recreational Products Inc.	CARBX	2,452,575
Bombardier Recreational Products Inc.	SEAQUEST	2,445,815
Bombardier Recreational Products Inc.	NAUTIC PRO	2,443,860

Owner	Mark	Registration No.
Bombardier Recreational Products Inc.	EVINRUDE	2,378,130
Bombardier Recreational Products Inc.	FICHT RAM INJECTION	2,375,475
Bombardier Recreational Products Inc.	SKI-DOO DESIGN	2,298,590
Bombardier Recreational Products Inc.	SNOW HOW... & Design	2,241,036
Bombardier Recreational Products Inc.	WINTER RULES	2,227,150
Bombardier Recreational Products Inc.	NAUTIC PRO	2,145,130
Bombardier Recreational Products Inc.	FICHT	2,139,400
Bombardier Recreational Products Inc.	SNOW HOW... & Design	2,116,163
Bombardier Recreational Products Inc.	LEGEND	1972049
Bombardier Recreational Products Inc.	XP	1794863
Bombardier Recreational Products Inc.	SNAP-IN	1317437
Bombardier Recreational Products Inc.	SKANDIC	1261637
Bombardier Recreational Products Inc.	ECONOMEASURE	1246903
Bombardier Recreational Products Inc.	SPEEDSTER	1,967,336
Bombardier Recreational Products Inc.	MX-Z	1,966,866

Owner	Mark	Registration No.
Bombardier Recreational Products Inc.	EVEREST	1,957,643
Bombardier Recreational Products Inc.	MACH Z	1,926,380
Bombardier Recreational Products Inc.	SKI-DOO	1,912,626
Bombardier Recreational Products Inc.	SEA-DOO	1,876,288
Bombardier Recreational Products Inc.	EXPLORER	1,854,124
Bombardier Recreational Products Inc.	SUMMIT	1,846,188
Bombardier Recreational Products Inc.	INTRUDER	1,778,696
Bombardier Recreational Products Inc.	RAKER	1,630,778
Bombardier Recreational Products Inc.	SEA-DOO & Design	1,547,250
Bombardier Recreational Products Inc.	TECH SERIES	1,544,209
Bombardier Recreational Products Inc.	SEA-DOO	1,532,911
Bombardier Recreational Products Inc.	ACCUMIX R	1,494,082
Bombardier Recreational Products Inc.	ACCUMIX	1,456,293
Bombardier Recreational Products Inc.	JOHNSON	1,438,492
Bombardier Recreational Products Inc.	EVINRUDE	1,426,296

Owner	Mark	Registration No.
Bombardier Recreational Products Inc.	SST II	1,345,990
Bombardier Recreational Products Inc.	SAFARI	1,335,382
Bombardier Recreational Products Inc.	TRIPLE-GUARD	1,313,012
Bombardier Recreational Products Inc.	EVINRUDE	1,293,585
Bombardier Recreational Products Inc.	NORDIK	1,292,771
Bombardier Recreational Products Inc.	QUARTACH	1,287,780
Bombardier Recreational Products Inc.	JOHNSON	1,277,753
Bombardier Recreational Products Inc.	CITATION	1,152,325
Bombardier Recreational Products Inc.	2 + 4	1,133,435
Bombardier Recreational Products Inc.	SST	1,048,091
Bombardier Recreational Products Inc.	MARINE BUSINESS ACADEMY	2,260,146

Trademark Applications:

Owner	Mark	Application No.
Bombardier Recreational Products Inc.	LEGEND	76/045,396
Bombardier Recreational Products Inc.	X	76/132,702

Owner	Mark	Application No.
Bombardier Recreational Products Inc.	LEARNING KEY	76/141,062
Bombardier Recreational Products Inc.	UTOPIA	76/175,092
Bombardier Recreational Products Inc.	QUEST	76/217,129
Bombardier Recreational Products Inc.	TRAPPER	78/228,133
Bombardier Recreational Products Inc.	X-TEAM	76/231,554
Bombardier Recreational Products Inc.	X-RACING	76/231,555
Bombardier Recreational Products Inc.	X-SHOP	76/231,556
Bombardier Recreational Products Inc.	3D	78/242,026
Bombardier Recreational Products Inc.	XD25	78/250,725
Bombardier Recreational Products Inc.	SNOWMOBILE Design	76/248,105
Bombardier Recreational Products Inc.	PERSONAL WATERCRAFT Design	76/248,106
Bombardier Recreational Products Inc.	SPORT BOAT Design	76/248,107
Bombardier Recreational Products Inc.	UTILITY VEHICLE Design	76/248,108
Bombardier Recreational Products Inc.	ALL TERRAIN VEHICLE Design	76/248,109
Bombardier Recreational Products Inc.	X	78/260,101

Owner	Mark	Application No.
Bombardier Recreational Products Inc.	TUNDRA	78/270,667
Bombardier Recreational Products Inc.	RXX	76/274,569
Bombardier Recreational Products Inc.	SPORT ACTIVITY BOAT	76/278,170
Bombardier Recreational Products Inc.	RX	76/278,173
Bombardier Recreational Products Inc.	H3O	78/298,425
Bombardier Recreational Products Inc.	RXP	78/299,516
Bombardier Recreational Products Inc.	FOX	78/299,816
Bombardier Recreational Products Inc.	BV2S	78/300,401
Bombardier Recreational Products Inc.	RENEGADE	78/300,991
Bombardier Recreational Products Inc.	BR 180	76/294,696
Bombardier Recreational Products Inc.	BR 180	76/294,697
Bombardier Recreational Products Inc.	BR 2000	76/295,768
Bombardier Recreational Products Inc.	POSI-FLEX	76/295,771
Bombardier Recreational Products Inc.	EXPEDITION	78/307,100
Bombardier Recreational Products Inc.	SARASOTA	78/341,404

Owner	Mark	Application No.
Bombardier Recreational Products Inc.	GOLD-XLD	76/315,602
Bombardier Recreational Products Inc.	EMBRIO	78/328,155
Bombardier Recreational Products Inc.	RALLY	76/412,582
Bombardier Recreational Products Inc.	RIDE SMART FROM THE START	76/418,454
Bombardier Recreational Products Inc.	HX	76/420,639
Bombardier Recreational Products Inc.	GSX	76/420,640
Bombardier Recreational Products Inc.	TTI	76/420,642
Bombardier Recreational Products Inc.	FOLLOW NO ONE	76/423,020
Bombardier Recreational Products Inc.	SUPER DUTY	76/429,193
Bombardier Recreational Products Inc.	Everybody's Doin' it	76/433,983
Bombardier Recreational Products Inc.	ELITE	76/438,104
Bombardier Recreational Products Inc.	O.P.A.S. (With points between	76/453,040
Bombardier Recreational Products Inc.	RPM Respirative Performance Matrix	76/500,473
Bombardier Recreational Products Inc.	SNOGEAR	76/501,672
Bombardier Recreational Products Inc.	OUTLANDER	76/523,302