

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM393801

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Sec Int in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., acting in its capacity as agent for the Lenders		08/03/2016	National Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	ICON Health & Fitness, Inc.		
Street Address:	1500 South 1000 West		
City:	Logan		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: DELAWARE		
Name:	FREE MOTION FITNESS, INC.		
Street Address:	1500 South 1000 West		
City:	Logan		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: UTAH		
Name:	HF Holdings, Inc.		
Street Address:	1500 South 1000 West		
City:	Logan		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: DELAWARE		
Name:	Icon International Holdings, Inc.		
Street Address:	1500 South 1000 West		
City:	Logan		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: DELAWARE		
Name:	Icon IP, Inc.		
Street Address:	1500 South 1000 West		
City:	Logan		
TRADEMARK			

OP \$1290.00 2955760

State/Country:	UTAH
Postal Code:	84321
Entity Type:	Corporation: DELAWARE
Name:	Universal Technical Services
Street Address:	1500 South 1000 West
City:	Logan
State/Country:	UTAH
Postal Code:	84321
Entity Type:	Corporation: UTAH
Name:	ICON DU CANADA INC.
Street Address:	900 de L' Industrie
City:	Saint-Jerome, Quebec
State/Country:	CANADA
Postal Code:	J7Y 4B8
Entity Type:	Corporation: CANADA
Name:	ICON -Altra LLC
Street Address:	1500 South 1000 West
City:	Logan
State/Country:	UTAH
Postal Code:	84321
Entity Type:	Corporation: UTAH

PROPERTY NUMBERS Total: 51

Property Type	Number	Word Mark
Registration Number:	2955760	5 STAR
Registration Number:	3558890	ACTIVATOR
Registration Number:	1637694	AERO
Registration Number:	1659278	AUTO INCLINE
Registration Number:	2929820	CABLE CROSS
Registration Number:	1588004	CADENCE
Registration Number:	1937301	CARDIOGLIDE
Registration Number:	2070489	CARDIO TRAINER
Registration Number:	2946735	CROSS BOW
Registration Number:	1777995	CROSS WALK
Registration Number:	2961089	CROSSBAR
Registration Number:	2938903	CROSSBAR BY WEIDER
Registration Number:	1683076	CUSHION DECK
Registration Number:	1974468	
Registration Number:	4068009	EPIC

TRADEMARK

REEL: 005845 FRAME: 0969

Property Type	Number	Word Mark
Registration Number:	2940801	EPIC STRENGTH
Registration Number:	2961998	EPIC STRENGTH
Registration Number:	3303763	FIT ELEMENTS
Registration Number:	3796515	FREEMOTION
Registration Number:	2628490	HEALTH-RUNR
Registration Number:	1709407	HEALTHRIDER
Registration Number:	2618509	IFIT
Registration Number:	2164953	ICON
Registration Number:	2466474	IFIT.COM
Registration Number:	1930107	IMAGE
Registration Number:	2940871	M FREEMOTION
Registration Number:	2961997	M
Registration Number:	2566757	
Registration Number:	3030119	N
Registration Number:	1488669	NORDICTRACK
Registration Number:	2482096	NORDICTRACK
Registration Number:	2652123	NORDICTRACK
Registration Number:	2915224	NORDICTRACK
Registration Number:	4230387	NORDICTRACK
Registration Number:	3262981	ONE TOUCH
Registration Number:	2093932	PERSONAL TRAINER
Registration Number:	2128780	POWER INCLINE
Registration Number:	1346441	PRO FORM
Registration Number:	1525754	PRO FORM
Registration Number:	1718385	PRO FORM
Registration Number:	2944885	PRO FORM
Registration Number:	3262982	QUICK SPEED
Registration Number:	2482304	SPACE SAVER
Registration Number:	1361341	WEIDER
Registration Number:	1465620	WESLO
Serial Number:	77431155	ECOFIT
Serial Number:	77554076	IFIT MOBILE
Serial Number:	76666226	MAXX STRENGTH
Serial Number:	78275246	N NORDICTRACK
Serial Number:	78246177	NORDICTRACK
Serial Number:	77813101	X-FACTOR

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: michael.barys@thomsonreuters.com

Correspondent Name: Jennifer Riehi, Legal Assitant

Address Line 1: 80 Pine Street

Address Line 2: Cahill Gordon & Reindel LLP

Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	Jennifer Riehl
---------------------------	----------------

SIGNATURE:	/Michael Barys/
-------------------	-----------------

DATE SIGNED:	08/04/2016
---------------------	------------

Total Attachments: 12

source=BofA ICON - #page1.tif

source=BofA ICON - #page2.tif

source=BofA ICON - #page3.tif

source=BofA ICON - #page4.tif

source=BofA ICON - #page5.tif

source=BofA ICON - #page6.tif

source=BofA ICON - #page7.tif

source=BofA ICON - #page8.tif

source=BofA ICON - #page9.tif

source=BofA ICON - #page10.tif

source=BofA ICON - #page11.tif

source=BofA ICON - #page12.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Bank of America, N.A., acting in its capacity as agent for the Lenders

- Individual(s)
- Partnership
- Corporation- State: _____
- Other National Association
- Association
- Limited Partnership

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) August 3, 2016

- Assignment
- Security Agreement
- Other Release of Sec Int in Trademarks
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: ICON Health & Fitness, Inc.

Street Address: 1500 South 1000 West

City: Logan

State: UT

Country USA Zip: 84321

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

77/431155

B. Trademark Registration No.(s)

2955760

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Jennifer Riehl, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3788

Docket Number: _____

Email Address: jriehl@cahill.com

6. Total number of applications and registrations involved:

51

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Jennifer Riehl

Name of Person Signing

August 3, 2016

Date

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

12

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ITEM 2
to Trademarks Recordation Form Cover Sheet (cont'd)

Additional Receiving Parties

Entity	Address	Type of Entity	Citizenship
FREE MOTION FITNESS, INC.	1500 South 1000 West Logan, UT 84321	Corporation	Utah
HF Holdings, Inc.	1500 South 1000 West Logan, UT 84321	Corporation	Delaware
Icon International Holdings, Inc.	1500 South 1000 West Logan, UT 84321	Corporation	Delaware
Icon IP, Inc.	1500 South 1000 West Logan, UT 84321	Corporation	Delaware
Universal Technical Services	1500 South 1000 West Logan, UT 84321	Corporation	Utah
ICON DU CANADA INC.	900 de L'Industrie Saint-Jérôme, Quebec J7Y 4B8	Corporation	Canada (Quebec)
ICON – Altra LLC	1500 South 1000 West Logan, UT 84321	Corporation	Utah

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”), dated as of August 3, 2016 (the “Effective Date”), is made by Bank of America, N.A., in its capacity as Collateral Agent (the “Agent”), in favor of the grantor parties identified on the signature page hereto (the “Grantors”).

WHEREAS, pursuant to that certain Amended and Restated Security Agreement, dated as of July 10, 2015 by and among the Agent, the Grantors and certain other parties thereto (as amended, amended and restated, or otherwise modified from time to time, the “Security Agreement”), the Grantors granted to the Agent, in its capacity as Agent, a security interest in and to certain collateral;

WHEREAS, pursuant to the Security Agreement, the Grantors executed and delivered a Trademark Security Agreement, dated as of August 20, 2010, September 29, 2011 and July 10, 2015 (the “Trademark Security Agreements”), for recordal with the United States Patent and Trademark Office;


WHEREAS, the Trademark Agreements were recorded with the United States Patent and Trademark Office on September 1, 2010 at Reel/Frame 4275/0153, October 7, 2011 at Reel/Frame 4638/0572 and on July 14, 2015 at Reel/Frame 5591/0408.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Security Agreement or the Trademark Security Agreements, as applicable.
2. Release. The Agent, without representation or warranty of any kind, hereby releases, discharges, terminates and cancels all of its security interest in and to the Trademark Collateral, including the trademark registrations and applications set forth Schedule A attached hereto, arising under the Security Agreement and the Trademark Security Agreements. If and to the extent that the Agent has acquired any right, title or interest in and to the Trademark Collateral under the Trademark Security Agreements, the Agent, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantors.
3. Termination. The Agent, without representation or warranty of any kind, terminates and cancels the Trademark Security Agreements.
4. Further Assurances. The Agent agrees to take all further actions, and provide to the Grantors and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantors, at the Grantors’ sole cost and expense, to more fully and effectively effectuate the purposes of this Release.
5. Governing Law. This Release shall be governed exclusively under the laws of New York, without regard to conflicts of law or choice of law principles.

IN WITNESS WHEREOF, the Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date

**BANK OF AMERICA, N.A., acting in its capacity as
agent for the Lenders**

By: 
Name: Allen R. Jones
Title: Senior Vice President

GRANTORS:

ICON HEALTH & FITNESS, INC.

By: _____
Name:
Title:

FREE MOTION FITNESS, INC.

By: _____
Name:
Title:

HF HOLDINGS, INC.

By: _____
Name:
Title:

ICON INTERNATIONAL HOLDINGS, INC.

By: _____
Name:
Title:

ICON IP, INC.

By: _____
Name:
Title:

[ICON – IP Release [Trademark]]

**BANK OF AMERICA, N.A., acting in its capacity as
agent for the Lenders**

By: _____
Name:
Title:

GRANTORS:

ICON HEALTH & FITNESS, INC.

By: Everett Smith
Name: Everett Smith
Title: Secretary

FREE MOTION FITNESS, INC.

By: Everett Smith
Name: Everett Smith
Title: Secretary

HF HOLDINGS, INC.

By: Everett Smith
Name: Everett Smith
Title: Secretary

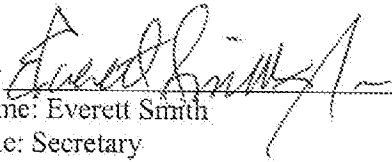
ICON INTERNATIONAL HOLDINGS, INC.

By: Everett Smith
Name: Everett Smith
Title: Secretary

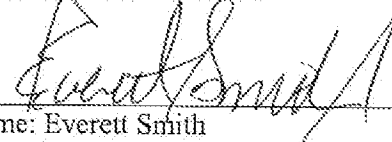
ICON IP, INC.

By: Everett Smith
Name: Everett Smith
Title: Secretary

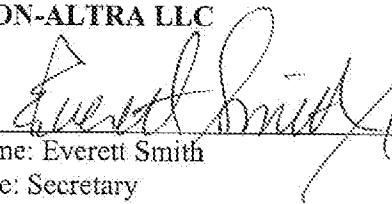
UNIVERSAL TECHNICAL SERVICES

By: 
Name: Everett Smith
Title: Secretary

ICON DU CANADA INC.

By: 
Name: Everett Smith
Title: Secretary

ICON-ALTRA LLC

By: 
Name: Everett Smith
Title: Secretary

SCHEDULE A

Schedule to Release of Security Interest in Trademarks
Recorded September 1, 2010, Reel 4275 Frame 0153

Registered Trademarks

	Trademark	Serial No.	Filing Date	Registration No.	Registration Date	Owner
1	5 STAR	78317679	10/23/2003	2955760	5/24/05	Icon IP Inc.
2	ACTIVATOR	77431073	3/25/2008	3,558,890	1/6/2009	Icon Health & Fitness, Inc.
3	AERO	74057994	5/11/1990	1637694	3/12/1991	Icon IP Inc.
4	AUTOINCLINE	74122373	12/10/1990	1659278	10/1/1991	Icon IP Inc.
5	CABLE CROSS	78/290,374	8/21/2003	2,929,820	3/1/2005	Icon IP Inc.
6	CADENCE	73/781,397	2/16/1989	1,588,004	3/20/1990	Icon IP Inc.
7	CARDIO GLIDE	74/615890	12/15/1994	1937301	11/21/1995	Icon IP Inc.
8	CARDIO TRAINER	74700222	7/11/1995	2070489	6/10/1997	Icon IP Inc.
9	CROSS BOW	78275997	7/18/2003	2,946,735	5/3/2005	Icon IP Inc.
10	CROSS WALK	74/328649	11/4/1992	1,777,995	6/22/1993	Icon IP Inc.
11	CROSSBAR	78/275,216	7/16/2003	2,961,089	6/7/2005	Icon IP Inc.
12	CROSSBAR BY WEIDER	78/275,221	7/16/2003	2,938,903	4/5/2005	Icon IP Inc.
13	CUSHION DECK	74/168,537	5/17/1991	1,683,076	4/14/1992	Icon IP Inc.
14	DESIGN (Standing Stick Figure)	74/399,369	6/2/1993	1,974,468	5/21/1996	Icon IP Inc.
15	EPIC	78/652,456	6/16/2005	4068009	12/6/2011	Icon IP Inc.
16	EPIC STRENGTH	78/246,355	5/6/2003	2,940,801	4/12/2005	Icon IP Inc.
17	EPIC STRENGTH & DESIGN	78/246,362	5/6/2003	2,961,998	6/14/2005	Icon IP Inc.
18	FIT ELEMENTS	78/652,460	6/16/2005	3,303,763	10/2/2007	Icon IP Inc.
19	FREE MOTION	77/546479	8/13/2008	3,796,515	6/1/2010	Icon IP Inc.

TRADEMARK**REEL: 005845 FRAME: 0978**

	Trademark	Serial No.	Filing Date	Registration No.	Registration Date	Owner
20	HEALTH-RUNR	75/400,679	12/5/1997	2,628,490	10/1/2002	Icon IP Inc.
21	HEALTHRIDER	74/158,066	4/17/1991	1,709,407	8/18/1992	Icon IP Inc.
22	IFIT	75/638662	2/11/1999	2618509	9/10/2002	Icon IP Inc.
23	ICON	74/686,600	6/8/1995	2164953	6/16/1998	Icon IP Inc.
24	HIIT.COM	75/757235	7/21/1999	2466474	7/3/2001	Icon IP Inc.
25	IMAGE	74/087,953	8/14/1990	1,930,107	10/24/1995	Icon IP Inc.
26	M FREEMOTION	78/281,727	7/31/2003	2,940,871	4/12/2005	Icon IP Inc.
27	M Logo	78/246,328	5/6/2003	2961997	6/14/2005	Icon IP Inc.
28	N Logo	76/083063	7/5/2000	2,566,757	5/7/2002	Icon IP Inc.
29	N Logo	78/275,242	7/16/2003	3,030,119	12/13/2005	Icon IP Inc.
30	NORDICTRACK	73/688640	10/8/1987	1488669	5/17/1988	Icon IP Inc.
31	NORDICTRACK	76/068357	6/12/2000	2482096	8/28/2001	Icon Health & Fitness, Inc.
32	NORDICTRACK	75/487566	5/19/1998	2652123	11/19/2002	Icon Health & Fitness, Inc.
33	NORDICTRACK	78/246063	5/6/2003	2,915,224	12/28/2004	Icon IP Inc.
34	NORDICTRACK	78/197,857	12/26/2002	4230387	10/23/2012	Icon IP Inc.
35	ONE TOUCH	78760605	11/23/2005	3262981	7/10/2007	Icon Health & Fitness, Inc.
36	PERSONAL TRAINER	74/363,149	2/22/1993	2,093,932	9/9/1997	Icon IP Inc.
37	POWER INCLINE	75/218,462	12/26/1996	2,128,780	1/13/1998	Icon IP Inc.
38	PROFORM	73/440886	8/25/1983	1,346,441	7/2/1985	Icon Health & Fitness, Inc.
39	PROFORM	73/517,585	11/14/1985	1,525,754	2/21/1989	Icon Health & Fitness, Inc.
40	PROFORM	74/239,191	1/21/1992	1,718,385	9/22/1992	Icon Health & Fitness, Inc.
41	PROFORM (Stylized)	78/199,571	1/2/2003	2944885	4/26/2005	Icon Health & Fitness, Inc.

Trademark	Serial No.	Filing Date	Registration No.	Registration Date	Owner	
42	QUICK SPEED	78/760,616	11/23/2005	3262982	7/10/2007	Icon IP Inc.
43	SPACE SAVER	76/113,736	6/28/2000	2,482,304	8/28/2001	Icon IP Inc.
44	WEIDER	73409393	1/14/1983	1361341	9/25/1985	Icon IP Inc.
45	WESLO	73/626,687	10/24/1986	1465620	11/17/1987	Icon IP Inc.

Trademark Applications

Trademark	Serial No.	Filing Date	Owner	
46	ECOFIT	77431155	3/25/2008	Icon IP Inc.
47	IFIT MOBILE	77554076	8/22/2008	Icon IP Inc.
48	MAXX STRENGTH	76666226	9/18/2006	Icon Health & Fitness, Inc.
49	N NORDICTRACK	78/275246	7/16/2003	Icon IP Inc.
50	NORDICTRACK	78/246,177	5/6/2003	Icon IP Inc.
51	X-FACTOR	77813101	8/26/09	Icon IP Inc.


Schedule to Release of Security Interest in Trademarks
Recorded October 7, 2011, Reel 4638 Frame 0572

Registered Trademarks

Trademark	Serial No.	Filing Date	Owner	
1	rip60	85160651	10/25/2010	Icon IP Inc.
2	rip60	85161287	10/26/2010	Icon IP Inc.
3	rip60	85161257	10/26/2010	Icon IP Inc.
4	rip60	85161520	10/26/2010	yon IP Inc.

5	rip:60	85194310	12/9/2010	Icon IP Inc.
6	rip:60	85194333	12/9/2010	Icon IP Inc.
7	ROTATION	85324332	5/18/2011	Icon IP Inc.
8	MYFIT	85361148	6/30/2011	Icon IP Inc.
9	Real Road	85364658	7/6/2011	Icon IP Inc.
10	Real Road	85364678	7/6/2011	Icon IP Inc.
11	MC2	85369448	7/12/2011	Icon IP Inc.

Schedule to Release of Security Interest in Trademarks
Recorded July 14, 2015, Reel 5591 Frame 0408

	Owner	Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
1.	Icon Health & Fitness Inc.	ALTRA	85295559	04/14/2011	4134272	05/01/2012
2.	Icon Health & Fitness Inc.	Altra	85341496	06/08/2011	4145507	05/22/2012
3.	Icon Health & Fitness Inc.	ALTRA & Design 	85044289	05/20/2010	3999473	07/19/2011
4.	Icon Health & Fitness, Inc.	BOOTY FIRM	85601264	04/18/2012	4253698	12/04/2012
5.	Icon Health & Fitness, Inc.	BOOTY FIRM	85601374	04/18/2012	4253705	12/04/2012
6.	Icon Health & Fitness Inc.	DMT	77006246	09/25/2006	3414959	04/22/2008
7.	Icon Health & Fitness, Inc.	FITNESS PLAN	86615789	04/30/2015		ITU

	Owner	Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
8.	Icon Health & Fitness, Inc.	FREEMOTION	86631674	05/15/2015		
9.	Icon Health & Fitness, Inc.	FREEMOTION LIVEAXIS	86258332	04/21/2014	4652231	12/09/2014
10.	Icon Health & Fitness, Inc.	iFIT	85811286	12/27/2012	4450213	12/17/2013
11.	Icon Health & Fitness, Inc.	iFIT	85856673	02/21/2013	4500591	03/25/2014
12.	Icon Health & Fitness, Inc.	iFIT	86147433	12/18/2013	4604633	09/16/2014
13.	Icon Health & Fitness, Inc.	iFIT	86184888	02/05/2014		ITU
14.	Icon Health & Fitness, Inc.	LOTUS & Design	86204719	02/26/2014		
15.	Icon Health & Fitness, Inc.	OCEAN YOGA	85784585	11/20/2012	4530472	05/13/2014
16.	Icon Health & Fitness, Inc.	OCEAN YOGA	85848069	02/12/2013	4630030	10/28/2014
17.	Icon Health & Fitness, Inc.	PRO-FORM	86135165	12/04/2013	4665905	01/06/2015
18.	Icon Health & Fitness, Inc.	RUTHLESS	85953974	06/07/2013	4512642	04/08/2014
19.	Icon Health & Fitness Inc.	SMOOTH FITNESS & Design	77674497	02/20/2009	3846000	09/07/2010
20.	Icon Health & Fitness, Inc.	TREADMILL DANCE CREW	86593204	04/10/2015		ITU
21.	Icon Health & Fitness, Inc.	iFIT	86673383	06/24/2015		ITU

	Owner	Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
22.	Icon Health & Fitness Inc.	NORDICTRACK	73688640	10/08/1987	1488669	05/17/1988
23.	Icon Health & Fitness Inc.	NordicTrack	75487566	05/19/1998	2652123	11/19/2002

TRADEMARK

REEL: 005845 FRAME: 0983

RECORDED: 08/04/2016