FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp.4/94)
Copyright 1994-97 LegalStar
TM05/REV03

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10-31-2000

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Docket No.:
014951/0228

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To the Honorable Commissioner of Patents ...ched original documents or copy thereof.

1. Name of conveying party(ies):
CANNONDALE CORPORATION

9-5-00

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State DELAWARE
☐ Other

Additional names(s) of conveying party(ies) ☐ Yes ☒ No

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

Name: ABLECO FINANCE LLC, As Agent

Internal Address:

Street Address: 450 PARK AVENUE

City: NEW YORK State: NY ZIP: 10022

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State
☒ Other DELAWARE LIMITED LIABILITY CO.

If assignee is not domiciled in the United States, a domestic designation is ☐ Yes ☒ N
(Designations must be a separate document from
Additional name(s) & address(es) ☐ Yes ☒ N

3. Nature of conveyance:
☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: JUNE 30, 2000

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

A. Trademark Application No.(s)
SEE
ATTACHED
SCHEDULE

B. Trademark Registration No.(s)
SEE
ATTACHED
SCHEDULE

Additional numbers ☒ Yes ☐ No

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

Name: PAUL A. JUERGENSEN

Internal Address: SCHULTE ROTH & ZABEL LLP

Street Address: 900 THIRD AVENUE

City: NEW YORK State: NY ZIP: 10022

6. Total number of applications and registrations involved:..... 21

7. Total fee (37 CFR 3.41):.....$ $540.00

☐ Enclosed

☒ Authorized to be charged to deposit account

8. Deposit account number:

SCHULTE ROTH & ZABEL LLP - 500675

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.

PAUL A. JUERGENSEN — Name of Person Signing
Signature
SEPTEMBER 5, 2000 — Date

Total number of pages including cover sheet, attachments, and 6

TRADEMARK
REEL: 002164 FRAME: 0017

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, CANNONDALE CORPORATION (the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor, has entered into a Trademark Security Agreement dated June 30th, 2000 (the "Security Agreement") in favor of ABLECO FINANCE LLC, as agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks together with the good-will of the business symbolized by the Trademarks and the applications and restrictions thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign unto the Assignee and grants to the Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 30, 2000.

CANNONDALE CORPORATION

By: John P. Moriarty

Name: John P. Moriarty

Title: Assistant Treasurer

SRZNY\749825v1

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On this 30th day of June, 2000, before me personally came John Moriarty, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Asst. Treasurer of CANNONDALE CORPORATION, a Delaware corporation, and that he executed the foregoing instrument in the firm name of CANNONDALE CORPORATION, and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

THOMAS W. CAPLIS
Notary Public, State of New York
No. 01CA6024777
Qualified in New York County
Commission Expires May 17, 2001

SRZNY\749825v1

Schedule A
to
Trademark Security Agreement

Trademark	Registration No.	Registration Date
CANNONDALE	1032202	February 3, 1976 July 6, 1999 (renewed)
CANNONDALE	1181139	December 8, 1981
CANNONDALE	1032202	February 3, 1976
CANNONDALE	75-654017	Filed March 5, 1999
CODA and Design	2015708	November 12, 1996
C and Design	2144973	March 17, 1998
HEAD SHOK and Design	2102555	October 7, 1997
C-SOLES	2074548	June 24, 1997
RAVEN	2126238	December 30, 1997
MOTO	2033029	January 21, 1997
SILK ROAD HEAD SHOK and Design	2018888	November 26, 1996
SILK PATH HEAD SHOK and Design	2002675	September 24, 1996
DIRT CAMP and Design	2015507	November 12, 1996
CAD CANNONDALE ADVANCED ALUMINUM DESIGN and Design	2007769	October 15, 1996
LOS DOS and Design	2112703	November 11, 1997
POWERPYRAMID	1985385	July 9, 1996
HYPERACTIVE	2037783	February 11, 1997
SLICE	2222572	February 9, 1999
DESIGN ONLY (SUPER V Bicycle Design	2268107	August 10, 1999
FATTY	1983068	June 25, 1996
NEW C-logo	Ser. No. 75-654016	Pending

DSN:88314.2