



To the Honorable Commissioner of

102138592

Original document or copy thereof.

1. Name of conveying party(ies):  
MARATHON HOLDING, INC. *6.24.02*

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation - State      WASHINGTON  
 Other \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party:  
Name: RECREATIONAL EQUIPMENT, INC.  
Internal Address: \_\_\_\_\_  
Street Address: 6750 SOUTH 228<sup>TH</sup> STREET  
City: KENT State: WA ZIP: 98032

Individual(s) citizenship \_\_\_\_\_  
 Association  
 General Partnership       Limited Partnership  
 Corporation - State      WASHINGTON  
 Other \_\_\_\_\_

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)

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Dates:  
1) MAY 17, 2002      3) \_\_\_\_\_  
2) \_\_\_\_\_      4) \_\_\_\_\_

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

A. Trademark Application No(s).  
B. Trademark Registration No(s).  
1,457,472  
1,539,372  
2,414,412

Additional numbers attached?  Yes  No

6. Total number of applications and registrations involved..... 3

7. Total Fee (37 CFR 3.41): ..... \$90.00  
 Enclosed  
 Authorized to be charged to deposit account

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Seed Intellectual Property Law Group PLLC  
Internal Address: William O. Ferron, Jr.  
*06/27/2002 TDIAZ1 00000150 1457472*  
*01 FC:481 40.00 OP*  
*02 FC:482 50.00 OP*  
Street Address: 701 Fifth Avenue, Suite 6300  
City: Seattle State: WA ZIP: 98104-7092

8. Deposit account number:  
19-1090  
(Attach duplicate copy of this page if paying by deposit account)

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.*

WILLIAM O. FERRON, JR. *[Signature]* June 17, 2002  
Name of Person Signing      Signature      Date

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

ASSIGNMENT OF TRADEMARKS

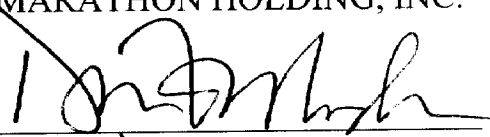
WHEREAS, Marathon Holding, Inc., a Washington corporation, with its principal place of business at 6750 South 228<sup>th</sup> Street, Kent, Washington 98032, ("ASSIGNOR"), has adopted and used in its business and is the owner of the US trademark registrations listed in Schedule A attached hereto (hereinafter the TRADEMARKS), and

WHEREAS, Recreational Equipment, Inc., a Washington corporation, with its principal place of business at 6750 South 228<sup>th</sup> Street, Kent, Washington 98032 ("ASSIGNEE"), is desirous of acquiring all right, title, and interest in the TRADEMARKS and all applications and registrations therefore, including the registrations listed in Schedule A.

NOW, THEREFORE, in consideration of the foregoing recitals, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all of its right, title, and interest in and to said TRADEMARKS, together with all common law rights in said TRADEMARKS, all goodwill of the business symbolized by and associated with said TRADEMARKS, and the right to sue for and collect damages by reason of any past infringements of said TRADEMARKS. Assignor further assigns to Assignee the right to claim for any foreign applications for said TRADEMARKS, any priority or other rights to which such foreign applications are entitled under international conventions, treaties, or otherwise.

IN WITNESS WHEREOF, Assignor, through its authorized officer, has executed this instrument.

May 17, 2002  
Date

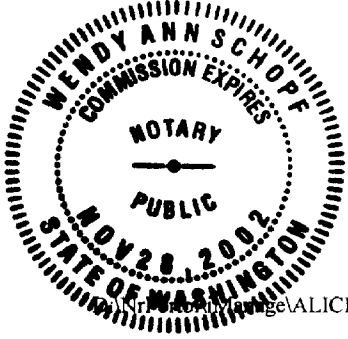
MARATHON HOLDING, INC.  
  
Name: DENNIS MADSEN  
Title: VICE PRESIDENT

State of Washington )  
County of King )

ss.

I certify that I know or have satisfactory evidence that DENNIS MADSEN is the person who appeared before me, and said person

acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument, and acknowledged it as the VICE PRESIDENT of Marathon Holding, Inc. to be the free and voluntary act of said corporation for the uses and purposes mentioned in the instrument.



Dated May 17, 2002  
Signature of Wendy Ann Schopf  
Notary Public  
Printed Name WENDY ANN SCHOPF  
My appointment expires 11-28-02

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# Schedule A

<u>Mark</u>	<u>Registration No.</u>
WALRUS and Design	1,457,472
EDGEWORKS	2,414,412
MOSS (Stylized)	1,539,372