

11-13-2002

11-13-02

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102278842

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Cannondale Corporation

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: CIT Group Business Credit, Inc.

Internal

Address:

Street Address:

1211 Avenue of the Americas

City:

New York

State:

NY

Zip:

10036

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State NY 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 Date: July 26, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1032202, 7258778, 1181139

Additional number(s) attached Yes No

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

National Corporate Research Lisa Sumpter

225 West 34th Street Suite 910 New York NY 10122-0032

6. Total number of applications and registrations involved:

31

7. Total fee (37 CFR 3.41) \$ 790.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Lisa Terminiello

Name of Person Signing

[Signature]

Signature

9/23/02

Date

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

11/14/2002 6TON11 00000078 1032202

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002615 FRAME: 0380

SCHEDULE 1A
TO THE
ASSIGNMENT FOR SECURITY (TRADEMARKS)

Trademark	Registration No.	Registration Date
CANNONDALE	1032202	February 3, 1976
CANNONDALE	2258778	July 6, 1999
CANNONDALE	1181139	December 8, 1981
CANNONDALE	2531404	February 3, 1976
CANNONDALE	2416442	December 26, 2000
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
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	2496751	October 9, 2001
GLAMIS	Ser. No. 76/382,237	Pending
GEMINI & Design	Ser. No. 76/319,647	Pending
CANNONDALE CANNIBAL	2,563,734	April 23, 2002
SCALPEL	Ser. No. 76/314,467	Pending

CANNONDALE BLAZE	Ser. No. 76/307,440	Pending
CANNONDALE MOTO	Ser. No. 76/307,439	Pending
CANNONDALE SPEED	Ser. No. 76/307,438	Pending
JEKYLL	2,490,926	September 18, 2001
LEFTY	2,490,925	September 18, 2001
ELO	2,515,021	December 4, 2001

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 July 11, 2002 (the "Security Agreement") in favor of The CIT Group/Business Credit, Inc., as agent for certain lenders (the "Assignee");

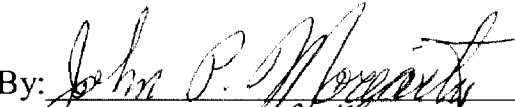
WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with the good-will of the business symbolized by the Trademarks and the applications 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.

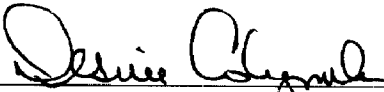
IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of July 26, 2002.

CANNONDALE CORPORATION

By: 
Name: John P. Moriarty
Title: ASSISTANT TREASURER

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 26th day of July, 2002, 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.



Notary Public

DESIRE COMIGNOLA
Notary Public, State of New York
No. 01006040004
Qualified in New York County
Commission Expires August 24, 2002