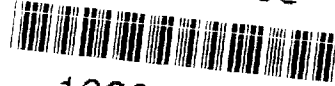


OFFICE OF PUBLIC RECORDS

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01-08-2003



102331037

FINANCE SECTION

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

1-2-03

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

01/07/2003 LNWELLER 00000192 082623 76071080

FOR OFFICE USE ONLY

01 FC:8521
02 FC:8522

25.00 CH

40.00 DP
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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="76/071,080"/>	<input type="text" value="76/071,082"/>	<input type="text"/>	<input type="text" value="1,759,200"/>	<input type="text" value="1,808,540"/>	<input type="text" value="2,041,206"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Scott S. Havlick, Esq.



1/2/03

Name of Person Signing

Signature

Date Signed

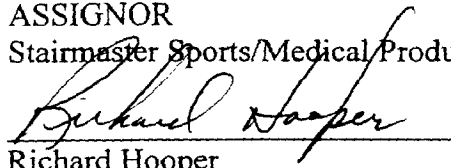
ASSIGNMENT OF TRADEMARKS

WHEREAS, StairMaster Sports/Medical Products, Inc., a Delaware corporation, with executive offices located at 12421 Willows Road Northeast, Suite 100, Kirkland, Washington 98034 (hereinafter referred to as "ASSIGNOR"), has adopted and used in its business trademarks, and is the owner of the United States trademark applications and registrations as set forth in Schedules A and B attached hereto and made a part hereof and international trademark applications and registrations as set forth on Schedules C and D attached hereto and made a part hereof (the listed trademarks and trademark applications and registrations collectively referred to herein as the "TRADEMARKS");

WHEREAS, Nautilus, Inc., a Washington corporation, with its principal place of business at 1400 Northeast 136th Avenue, Vancouver, Washington 98684 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire right, title, and interest in the TRADEMARKS, all registrations that may be granted for the TRADEMARKS in the United States, and all other trademarks and trademark applications and registrations throughout the world owned by ASSIGNOR.

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are thereby acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE, the entire right, title and interest in and to the TRADEMARKS, all registrations that may be granted for the TRADEMARKS in the United States, and all other trademarks and trademark applications and registrations throughout the world owned by ASSIGNOR, together with all common law rights in the TRADEMARKS, all goodwill of the business symbolized by and associated with the TRADEMARKS, and all rights of ASSIGNOR associated therewith, including the right to sue for and collect damages by reason of past infringements of the TRADEMARKS. Assignor further assigns to Assignee the right to claim for any foreign applications for the TRADEMARKS, any priority or other rights to which such foreign applications are entitled under international conventions, treaties, or otherwise.

ASSIGNOR
Stairmaster Sports/Medical Products, Inc.

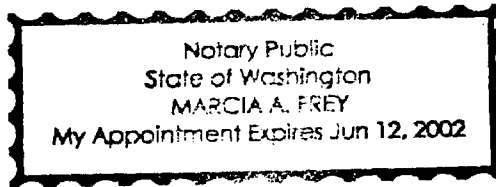

Richard Hooper
Chief Restructuring Officer

8 February 2002
Date

State of Washington)
) ss.
County of King)

I certify that I know or have satisfactory evidence that Richard Hooper is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the Chief Restructuring Officer of StairMaster Sports/Medical Products, Inc. to be the free and voluntary act of said corporation for the uses and purposes mentioned in the instrument.

Dated 2/2/02
Signature of Notary Public *Marcia A. Frey*
Printed Name Marcia A. Frey
My appointment expires 6/12/02



Schedule A
United States Trademark Applications

MISCELLANEOUS DESIGN	76/071,078
MISCELLANEOUS DESIGN	76/071,079
MISCELLANEOUS DESIGN	76/071,080
MISCELLANEOUS DESIGN	76/071,081
MISCELLANEOUS DESIGN	76/071,082
MISCELLANEOUS DESIGN	76/071,083
MISCELLANEOUS DESIGN	76/071,084
MISCELLANEOUS DESIGN	76/071,085
STRIDEMASTER	75/708,254
STAIRMASTER	76/070,750
STAIRMASTER	76/070,752
STAIRMASTER	76/070,753
STAIRMASTER	76/070,754
STAIRMASTER	76/070,755
STAIRMASTER	76/071,075
STAIRMASTER	76/071,076
STAIRMASTER	76/071,077
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,751
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,760

Schedule A
United States Trademark Applications

STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,761
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,762
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,763
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,764
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,765
STAIRMASTER HEALTH & FITNESS PRODUCTS	76/070,766
STOMP	75/644,331
STRIDEMASTER	75/708,865
STRIDEMASTER	75/708,867
STRIDEMASTER	75/708,868
STRIDEMASTER	75/708,871
THE #1 BRAND IN FITNESS	76/071,088
THE #1 BRAND IN FITNESS	76/071,089
THE #1 NAME IN FITNESS	76/071,086
THE #1 NAME IN FITNESS	76/071,087

Schedule A
United States Trademark Applications
(Inactive Applications)

Trademark Name	App Number	Status
STRIDEMASTER	75/708,866	Abandoned
THE HEALTH AND FITNESS COMPANY	75/701,804	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/791,274	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,273	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,272	Abandoned
THE HEALTH AND FITNESS COMPANY	75/701,271	Abandoned
THE HEALTH AND FITNESS COMPANY	75/701,270	Abandoned
THE HEALTH AND FITNESS COMPANY	75/701,269	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,268	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,267	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,266	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,265	Abandoned
STAIRMASTER THE HEALTH AND FITNESS COMPANY	75/701,264	Abandoned
STOMP	75/687,437	Abandoned
EXERCENTRE	75/687,435	Abandoned
ELIPTICALMASTER	75/687,434	Abandoned
STOMP	75/687,433	Abandoned
SPINMASTER	75/687,432	Abandoned
ACTION FM	75/483,052	Abandoned
LINEAR	75/436,232	Abandoned
EXPAND THE ENVELOPE	75/423,670	Abandoned
DESIGN ONLY	75/423,668	Abandoned
PNEU-VEST	75/249,798	Abandoned
RIDE MASTER	75/208,848	Abandoned
AIR MASTER	75/208,847	Abandoned
HR CLUBTRACK and Design	75/065,597	Abandoned
MEDTRACK HYPERDRIVE	74/550,896	Abandoned
KAYAK	74/528,309	Abandoned
SIDE	74/385,648	Abandoned
S.I.D.E.	74/385,647	Abandoned
X ROBICS	74/373,650	Abandoned
S and Design	74/373,649	Abandoned
CT	74/267,629	Abandoned
4000 CT	1,794,356	Cancelled Section 8
STRATUS	74/267,543	Abandoned
CLUBTRACK 3.0 PLUS Stylized Letters	1,797,147	Cancelled Section 8
4000 PERSONAL TRAINER	74/034,500	Abandoned
6000 ERGOMETER	1,627,348	Cancelled Section 8
AEROBIC ANIMAL	1,663,865	Cancelled Section 8
ANATOMY OF A WORKOUT	73,838,203	Abandoned
GAUNTLET	1,593,156	Cancelled Section 8
STEPMASTER	75/687,436	Abandoned
STRENGTHMASTER	75/687,469	Abandoned
TREADMASTER	75/687,431	Abandoned

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Schedule B
United States Trademark Registrations

Registration Name	Registration Number
4000 PT	1,625,046
4000 PT (STYLIZED)	2,240,857
ARCUATE	2,014,323
CLUBTRACK	1,702,593
CLUBTRACK HYPERDRIVE	1,987,564
CLUBTRACK PLUS	2,041,206
CROSSROBICS	1,808,540
FREE CLIMBER	1,759,200
FREERUNNER	2,282,159
GRAVITRON	1,473,346
HR AND HEART DESIGN	2,232,380
HR CLUBTRACK PLUS AND DESIGN	2,265,440
HYPERDRIVE	2,219,198
LOGIC	2,449,510
PNEU-LIFT	2,126,011
PNEU-WEIGHT	2,098,068
RUNNING MAN(PROFILE DESIGN)	2,275,770
SPINNAKER	1,895,194
STAIRMASTER	1,825,273

Schedule B
United States Trademark Registrations

Trade Name	Registrations
STAIRMASTER	2,192,576
STAIRMASTER AND DESIGN	1,355,639
STEPMILL	1,843,743
TRIPLEFLEX	2,004,775
SKEECROSS	1,460,177

Schedule C
International Trademark Applications

Country/Region	Trademark Name	Serial Number
Barbados	FREERUNNER	N/A
Brazil	FREERUNNER	821029959
Cyprus	FREERUNNER	51127
Cyprus	STAIRMASTER	51488
European Community	CLUBTRACK	1700111
European Community	STAIRMASTER HEALTH & FITNESS PRODUCTS	1981489
India	CROSSROBICS	619186
India	STAIRMASTER	619185
Malaysia	STAIRMASTER	93/MA2042
Trinidad andTobago	FREERUNNER	28732
Trinidad andTobago	STAIRMASTER	28749
Venezuela	CROSSROBICS	007834
Venezuela	FREERUNNER	98-16393
Venezuela	STAIRMASTER	007835
Malaysia	FREERUNNER	MA/10087/98

Schedule D
International Trademark Registrations

Country	Trademark Name	Registration No.
Argentina	CROSSROBICS	1528000
Argentina	FREERUNNER	1818955
Argentina	STAIRMASTER	1527999
Aruba	FREERUNNER	19788
Aruba	STAIRMASTER	19391
Australia	CLUBTRACK	837752
Australia	CLUBTRACK 3.0 PLUS	599574
Australia	CROSSROBICS	613735
Australia	FREERUNNER	771643
Australia	STAIRMASTER	601805
Australia	STAIRMASTER HEALTH & FITNESS PRODUCTS	849340
Austria	CROSSROBICS	153272
Austria	FREERUNNER	185227
Austria	STAIRMASTER	148460
Bahamas	FREERUNNER	20893
Bahamas	STAIRMASTER	20981
Bahrain	CROSSROBICS	16937
Bahrain	STAIRMASTER	16936
Barbados	STAIRMASTER	81/13835

Schedule D
International Trademark Registrations

Country/Name	Trademark Name	Registration
Benelux	CLUBTRACK	509228
Benelux	CROSSROBICS	552880
Benelux	STAIRMASTER	534388
Brazil	CROSSROBICS	817762825
Brazil	GRAVITRON	817288090
Brazil	GRAVITRON	817288104
Brazil	GRAVITRON	817288112
Brazil	GRAVITRON	817288120
Brazil	GRAVITRON	817288139
Brazil	STAIRMASTER	818078154
Brazil	STEPMILL	817288040
Brazil	STEPMILL	817288066
Brazil	STEPMILL	817288082
Brunei Darussalam	CROSSROBICS	21354
Brunei Darussalam	STAIRMASTER	20414
Canada	CLUBTRACK	397817
Canada	CLUBTRACK 3.0 PLUS	418267
Canada	CLUBTRACK HYPERDRIVE	454274
Canada	CLUBTRACK PLUS	488927

Schedule D
International Trademark Registrations

Country Name	Trademark Name	Registration No.
Canada	CROSSROBICS	429749
Canada	FREERUNNER	TMA517719
Canada	GRAVITRON	368939
Canada	HR CLUBTRACK AND DESIGN	514814
Canada	HR CLUBTRACK PLUS AND DESIGN	514813
Canada	PNEU-WEIGHT	492806
Canada	SPINNAKER	456991
Canada	STAIRMASTER	429750
Canada	STAIRMASTER AND DESIGN	366274
Canada	STEPMILL	429748
Canada	TRIPLEFLEX	444132
Chile	CROSSROBICS	469266
Chile	FREERUNNER	537725
Chile	STAIRMASTER	464176
China	CROSSROBICS	831478
China	FREERUNNER	1378179
China	STAIRMASTER	823508
Colombia	CROSSROBICS	161656
Colombia	FREERUNNER	222933

Schedule D
International Trademark Registrations

Country Name	Trademark Name	Registration
Colombia	STAIRMASTER	161655
Costa Rica	CROSSROBICS	93459
Costa Rica	FREERUNNER	113660
Costa Rica	STAIRMASTER	86424
Denmark	CROSSROBICS	93/VR08708
Denmark	FREE CLIMBER	93/VR0297919
Denmark	FREECLIMBER	VR06.15819
Denmark	GRAVITRON	VR199003013
Denmark	STAIRMASTER	90/VR02634
Dominican Republic	FREERUNNER	0100488
Dominican Republic	STAIRMASTER	0101263
Egypt	FREERUNNER	117411
Egypt	STAIRMASTER	117936
European Community	FREERUNNER	000924381
Finland	CROSSROBICS	133850
Finland	FREE CLIMBER	126852
Finland	GRAVITRON	110474
Finland	RANDAL WINDRACER	123905
Finland	RANDAL WINDROWER	123472

Schedule D
International Trademark Registrations

Country Name	Registered Name	Reg Number
Finland	STAIRMASTER	109994
France	CROSSROBICS	94/521162
France	FREE CLIMBER	1646289
France	STAIRMASTER	1570599
France	STAIRMASTER AND DESIGN	94/513590
France	STEPMILL	94-548611
Germany	CLUBTRACK 3.0 PLUS	2062102
Germany	CROSSROBICS	2091217
Germany	FREE CLIMBER	2017671
Germany	GRAVITRON	1133915
Germany	STAIRMASTER	1131575
Germany	STAIRMASTER AND DESIGN	2091218
Germany	STEPMILL	2091219
Greece	CROSSROBICS	116942
Greece	STAIRMASTER	116941
Honduras	FREERUNNER	73510
Honduras	STAIRMASTER	75842
Hong Kong	CROSSROBICS	2745/98
Hong Kong	FREERUNNER	B4169/2000

Schedule D
International Trademark Registrations

Country Name	Trademark Name	Registration
Hong Kong	STAIRMASTER	96/6768
Indonesia	CROSSROBICS	326793
Indonesia	CROSSROBICS	330940
Indonesia	STAIRMASTER	313616
Indonesia	STAIRMASTER	313617
Israel	CROSSROBICS	92074
Israel	FREERUNNER	122184
Israel	STAIRMASTER AND HEBREW CHARACTERS	87073
Italy	CROSSROBICS	688107
Italy	FREECLIMBER	645275
Italy	STAIRMASTER	557481
Italy	STAIRMASTER AND DESIGN	688110
Italy	STEPMILL	688106
Jamaica	FREERUNNER	36050
Jamaica	STAIRMASTER	35598
Japan	CLUBTRACK 3.0 PLUS	3211403
Japan	CROSSROBICS	3191109
Japan	FREERUNNER	4321435
Japan	STAIRMASTER	2297804

Schedule D
International Trademark Registrations

Country Name	Trademark Name	Registration
Japan	STAIRMASTER HEALTH & FITNESS PRODUCTS	4516999
Jordan	FREERUNNER	51384
Jordan	STAIRMASTER	51383
Korea, Republic of	FREERUNNER	462215
Korea, Republic of	STAIRMASTER	295639
Lebanon	FREERUNNER	76949
Lebanon	STAIRMASTER	77946
Malaysia	CROSSROBICS	93/09502
Mexico	CROSSROBICS	465110
Mexico	FREERUNNER	596546
Mexico	STAIRMASTER	480814
Netherlands Antilles	FREERUNNER	20975
Netherlands Antilles	STAIRMASTER	21093
New Zealand	CROSSROBICS	231907
New Zealand	FREERUNNER	297384
New Zealand	STAIRMASTER	231906
Norway	CROSSROBICS	167046
Norway	FREECLIMBER	156207
Norway	FREERUNNER	196075

Schedule D
International Trademark Registrations

Country/Name	Trademark Name	Reg Number
Norway	STAIRMASTER	140315
Peru	FREERUNNER	51300
Peru	STAIRMASTER	43810
Philippines	CROSSROBICS	66071
Philippines	STAIRMASTER AND DESIGN	4-1994-94232
Portugal	CROSSROBICS	301055
Portugal	STAIRMASTER	297505
Russian Federation	FREERUNNER	183528
Russian Federation	STAIRMASTER AND DESIGN	177315
Saudi Arabia	CROSSROBICS	90/313
Saudi Arabia	FREERUNNER	80/478
Saudi Arabia	STAIRMASTER	89/313
Singapore	CROSSROBICS	8718/93
Singapore	FREERUNNER	T98/08706F
Singapore	STAIRMASTER	1083/93
Spain	CROSSROBICS	1815749
Spain	STAIRMASTER	1806310
Sweden	CROSSROBICS	259290
Sweden	FREE CLIMBER	249,043

Schedule D
International Trademark Registrations

COUNTRY/NAME	REGISTRATION NAME	REGISTRATION NUMBER
Sweden	GRAVITRON	221129
Sweden	STAIRMASTER	235507
Sweden	STAIRMASTER AND DESIGN	265092
Sweden	STEPMILL	263658
Switzerland	CROSSROBICS	421425
Switzerland	FREERUNNER	458893
Switzerland	STAIRMASTER	421301
Taiwan	CROSSROBICS	666110
Taiwan	STAIRMASTER	666109
Thailand	CROSSROBICS	TM29126
Thailand	FREERUNNER	TM93209
Thailand	STAIRMASTER	TM31995
Turkey	FREERUNNER	200724
Turkey	STAIRMASTER	200086
United Arab Emirates	CROSSROBICS	2250
United Arab Emirates	FREERUNNER	22337
United Arab Emirates	STAIRMASTER	2249
United Kingdom	CLUBTRACK 3.0 PLUS	1532733
United Kingdom	CROSSROBICS	1549694

Schedule D
International Trademark Registrations

Country Name	Trademark Name	Reg Number
United Kingdom	FREE CLIMBER	B1452015
United Kingdom	STAIRMASTER	1366088
United Kingdom	STAIRMASTER AND DESIGN	1569218
United Kingdom	STEPMILL	1569217
Vietnam	STAIRMASTER	14603