

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Back Bay Capital Funding LLC		09/06/2007	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	Icon IP, Inc.
Street Address:	1500 South 1000 West
Internal Address:	c/o Icon Health + Fitness, Inc.
City:	Logan
State/Country:	UTAH
Postal Code:	84321
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 50

Property Type	Number	Word Mark
Registration Number:	2955760	5 STAR
Registration Number:	2938903	CROSSBAR BY WEIDER
Registration Number:	2961089	CROSSBAR
Registration Number:	2194526	ACCESS
Registration Number:	2929820	CABLE CROSS
Registration Number:	2961997	M
Registration Number:	2940871	M FREEMOTION
Registration Number:	2466267	FREE MOTION
Registration Number:	1777995	CROSS WALK
Registration Number:	2946735	CROSS BOW
Registration Number:	2940801	EPIC STRENGTH
Registration Number:	2961998	EPIC STRENGTH
Registration Number:	2070489	CARDIO TRAINER

CH \$1265.00 2955760

Registration Number:	2093932	PERSONAL TRAINER
Registration Number:	2466474	IFIT.COM
Registration Number:	2529777	IFIT.COM INTERACTIVITY
Registration Number:	2618509	I FIT
Registration Number:	2484907	I FIT.COM
Registration Number:	1588004	CADENCE
Registration Number:	1937301	CARDIOGLIDE
Registration Number:	1930107	IMAGE
Registration Number:	1683076	CUSHION DECK
Registration Number:	2164953	ICON
Registration Number:	2944885	PRO FORM
Registration Number:	1525754	PRO FORM
Registration Number:	1346441	PRO FORM
Registration Number:	1718385	PRO FORM
Registration Number:	2628490	HEALTH-RUNR
Registration Number:	1974468	
Registration Number:	1361341	WEIDER
Registration Number:	1465620	WESLO
Registration Number:	1488669	NORDICTRACK
Registration Number:	2652123	NORDICTRACK
Registration Number:	2482096	NORDICTRACK
Registration Number:	2915224	NORDICTRACK
Registration Number:	2566757	
Registration Number:	3030119	N
Registration Number:	2456237	GROUND ZERO DESIGN
Registration Number:	2427587	GROUND ZERO
Registration Number:	1551123	AIR WALKER
Registration Number:	1637694	AERO
Registration Number:	2100837	
Registration Number:	2482304	SPACE SAVER
Registration Number:	2199276	GET THERE
Registration Number:	2265312	SOFT STRIDER
Registration Number:	2128780	POWER INCLINE
Registration Number:	2107513	EASY STRIDE
Registration Number:	1534477	TOTAL ARM BLASTER

Registration Number:	3262982	QUICK SPEED
Registration Number:	3262981	ONE TOUCH

CORRESPONDENCE DATA

Fax Number: (202)756-9299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 8002210770
Email: matthew.mayer@thomson.com
Correspondent Name: Corporation Service Company
Address Line 1: 1133 Avenue of the Americas
Address Line 2: Suite 3100
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	CSC # 421343
NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	03/19/2008

Total Attachments: 6
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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):

Back Bay Capital Funding LLC

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

Other limited liability company

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: ICON IP, Inc.

Internal

Address: c/o ICON Health + Fitness, Inc

Street Address: 1500 South 1000 West

City: Logan

State: Utah

Country: USA Zip: 84321

Association Citizenship _____

General 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)

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

Execution Date(s) September 6, 2007

Assignment Merger

Security Agreement Change of Name

Other Release of Security Interest

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

A. Trademark Application No.(s)

78/317,679

B. Trademark Registration No.(s)

2,955,760

Additional sheet(s) attached? Yes No

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

5 Star Design

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

Name: Cadwalader, Wickersham + Taft

Internal Address: Attn: Julia B. Singh

Street Address: 227 West Trade Street
Suite 2400

City: Charlotte

State: NC Zip: 28202

Phone Number: 704-348-5173

Fax Number: 704-348-5200

Email Address: julia.singh@cwtt.com

6. Total number of applications and registrations involved:

50

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

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Brett W. Peiffer
Signature

1/29/08
Date

Brett W. Peiffer
Name of Person Signing

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

TRADEMARKS OWNED BY ICON IP, INC.

Icon File No.	WN File No.	Country	Trademark Application No. File Date	International Class Description	Registration No. Registration Date Status
T001 US	13914.873.1	US	5 STAR DESIGN 78/317,679 Filed: 10/23/2003	Class 5 - Food supplements and vitamins Class 9 - Pre-recorded video cassettes and compact discs featuring information regarding nutrition, exercise and weight loss Class 16 - Printed material in the form of booklets and brochures directed to nutrition, exercise and weight loss Class 28 - Exercise equipment, namely strength conditioning exercise equipment	Reg. No. 2,955,760 Reg. Date 5/24/2005
T004 US	13914.885	US	CROSSBAR BY WEIDER 78/275,221 7/16/2003	Class 28 - Exercise equipment, namely strength conditioning exercise equipment	Reg. No. 2,938,903 Reg. Date 4/5/2005
T005 US	13914.884	US	CROSSBAR 78/275,216 7/16/2003	Class 28 - Exercise equipment, namely strength conditioning exercise equipment	Reg. No. 2,961,089 Reg. Date 6/7/2005
T006 US	13914.16	US	ACCESS 75/046075 1/19/1996	Class 28 - Foldaway cabinet exercise treadmill	Reg. No. 2,194,526 Reg. Date 10/13/1998
T007 US	15420.46	US	CABLE CROSS 78/290,374 8/21/2003	Class 28 - Exercise equipment, namely weight lifting machines	Reg. No. 2,929,820 Reg. Date 3/1/2005
T008 US	15420.39	US	M Logo 78/246,328 5/6/2003	Class 28 - Exercising equipment, namely weight lifting machines, stair-stepping machines, powered treadmills for running and stationary exercise cycles	Reg. No. 2,961,997 Reg. Date 6/14/2005
T011 US	15420.44	US	M FREEMOTION 78/281,727 7/31/2003	Class 10 - Weight-lifting equipment and accessories for rehabilitation purposes, namely weight lifting stations, benches, boards, handles, barbells, dumbbells, weight plates, weight bars, weight trees, dumbbell racks, and locking collars Class 28 - Weight-lifting equipment and accessories for exercise, fitness and training, namely weight lifting stations, benches, boards, handles, barbells, dumbbells, weight plates, weight bars, weight trees, dumbbell racks and locking collars; stationary exercise machines, namely training and exercise machines and weight lifting machines	Reg. No. 2,940,871 Reg. Date 4/12/2005
T012 US	15420.16	US	FREE MOTION 75/638192 2/10/1999	Class 10 - Weight-lifting equipment and accessories for rehabilitation purposes, namely weight lifting stations, benches, boards, handles, barbells, dumbbells, weight plates, weight bars, weight trees, dumbbell racks, and locking collars Class 28 - Weight-lifting equipment and accessories for exercise, fitness and training, namely weight lifting stations, benches, boards, handles, barbells, dumbbells, weight plates, weight bars, weight trees, dumbbell racks and locking collars; stationary exercise machines, namely training and exercise machines and weight lifting machines	Reg. No. 2466267 Reg. Date 7/3/2001

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TRADEMARKS OWNED BY ICON IP, INC.

Icon File No.	WN File No.	Country	Trademark Application No. File Date	International Class Description	Registration No. Registration Date Status
T013 US	13914.141	US	CROSS WALK 74/328649 11/4/1992	Class 28 - exercise machines	Reg. No. 1,777,995 Reg. Date 6/22/1993
T014 US	13914.887	US	CROSS BOW 78/275,997 7/18/2003	Class 28 - Fitness and exercise equipment, namely, weight training exercise devices that use flexible bows for resistance	Reg. No. 2,946,735 Reg. Date 5/3/2005
T017 US	15420.42	US	EPIC STRENGTH 78/246,355 5/6/2003	Class 28 - exercising machines, namely, weight lifting machines, bikes, elliptical machines, stair-stepping machines and powered treadmills for running	Reg. No. 2,940,801 Reg. Date 4/12/2005
T018 US	15420.43	US	EPIC STRENGTH & DESIGN 78/246,362 5/6/2003	Class 28 - Fitness and exercise equipment, namely, weight-lifting equipment and accessories for rehabilitation purposes, namely, weight-lifting stations comprising of weight lifting equipment benches, boards and benches accessories in the nature of handles and bars to be used to lift exercise weights, barbells, dumbbells, weight plates, weight trees, for holding exercise weights, dumbbell racks, and locking collars	Reg. No. 2,961,998 Reg. Date 6/14/2005
T019 US	13914.132	US	CARDIO TRAINER 74/700222 7/11/1995	Class 28 - Exercise machines, namely riding exercise machines	Reg. No. 2070489 Reg. Date 6/10/1997
T020 US	13914.166	US	PERSONAL TRAINER 74/363,149 2/22/1993	Class 41 - computer programs via telephone for electronically controlled exercise machines	Reg. No. 2,093,932 Reg. Date 9/9/1997
T022 US	13914.576.3	US	IFIT.COM 75/757235 7/21/1999	Class 42 - providing information and consultation services in the field of exercise equipment and personal health, fitness and nutrition by means of a global computer network	Reg. No. 2466474 Reg. Date 7/3/2001
T023 US	13914.577.2	US	IFIT.COM INTERACTIVITY 76/235866 4/4/2001	Class 28 - Fitness and exercise machines	Reg. No. 2529777 Reg. Date 1/15/2002
T025 US	13914.576	US	I FIT 75/638662 2/11/99	Class 28 - Fitness & exercise machines Class 41 - Educational services, namely, conducting personal training in the field of health & fitness	Reg. No. 2618509 Reg. Date 9/10/2002
T026 US	13914.576.4	US	iFit.com & Design 76/067635 6/12/2000	Class 28 - Fitness & exercise machines Class 41 - Educational services, namely, conducting personal training in the field of health & fitness	Reg. No. 2484907 Reg. Date 9/4/2001
T027 US	13914.128	US	CADENCE 73/781,397 2/16/1989	Class 28 - Exercise equipment, namely treadmills	Reg. No. 1,588,004 Reg. Date 3/20/1990
T028 US	13914.133	US	CARDIO GLIDE 74/615890 12/15/1994	Class 28 - Exercise machines	Reg. No. 1937301 Reg. Date 12/15/1994

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Icon File No.	WN File No.	Country	Trademark Application No. File Date	International Class Description	Registration No. Registration Date Status
T029 US	13914.158	US	IMAGE 74/087,953 8/14/1990	Class 28 – exercise machines	Reg. No. 1,930,107 Reg. Date 10/24/1995
T030 US	13914.143	US	CUSHION DECK 74/168,537 5/17/1991	Class 28 – Exercise Machines, namely treadmills	Reg. No. 1,683,076 Reg. Date 4/14/1992
T033 US	13914.157	US	ICON 74/686,600 6/8/1995	Class 28 – House mark for full line of exercise equipment	Reg. No. 2,164,953 Reg. Date 6/16/1998
T036 US	13914.170kkk	US	PROFORM (Stylized) 78/199,571 1/2/2003	Class 25 - Class 25 - Shoes and clothing, namely, t-shirts, long sleeve t-shirts, tank tops, sweat shirts, hooded sweat shirts, jackets, hooded jackets, shorts, pants, long pants, capri pants, sport bras, sport tops, socks, hats, caps, and gloves	Reg. No. 2,944,885 Reg. Date 4/26/2005
T036 US.1	13914.172	US	PROFORM 73/517,585 1/14/1985	Class 25 – clothing, namely shorts, pants, shirts, tops, seat pants and jackets	Reg. No. 1,525,754 Reg. Date 2/21/1989
T037 US	13914.170	US	PROFORM 73/440886 8/25/1983	Class 28 - Exercising Apparatus-Namely, Rowing Machines and Multiple Purpose Exercising Machines	Reg. No. 1,346,441 Reg. Date 7/2/1985
T037 US.1	13914.171	US	PROFORM 74/239,191 1/21/1992	Class 28 – exercising apparatus, namely, stepping machines, treadmills, striding machines, multigyms and stationary cycles	Reg. No. 1,718,385 Reg. Date 9/22/1992
T040 US	13914.255bbb.1	US	HEALTH-RUNR 75/400,679 12/5/1997	Class 9 – Computer programs...	Reg. No. 2,628,490 Reg. Date 10/1/2002
T041 US	13914.145	US	DESIGN (Standing Stick Figure) 74/399,369 6/2/1993	Class 28	Reg. No. 1,974,468 Reg. Date 5/21/1996
T045 US	13914.207	US	WEIDER 73/409,393 1/14/1983	Class 5 and 28	Reg. No. 1,361,341 Reg. Date 9/24/1985
T047 US	13914.200	US	WESLO 73/626,687 10/24/1986	Class 28 – exercise machines, skate boards and trampolines	Reg. No. 1,465,620 Reg. Date 11/17/1987
T048 US	14839.130	US	NORDICTRACK 73/688640 10/8/1987	Class 28 - Cross country ski simulator and exercise unit	Reg. No. 1,488,669 Reg. Date 5/17/1988

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Icon File No.	WN File No.	Country	Trademark Application No. File Date	International Class Description	Registration No. Registration Date Status
T048 US.1	14839.131	US	NORDICTRACK 75/487566 5/19/1998	Class 28 - Exercise equipment, namely, aerobic exercise equipment, treadmills, stationary cycles, cross country ski simulator machines, elliptical cross trainers, rowing machines, stair climbers, rider-type exercisers, air walker-type exercisers, spot toning exercisers, strength training machines, and stepper exercise machines	Reg. No. 2652123 Reg. Date 11/19/2002
T048 US.2	14839.131.1	US	NORDICTRACK 76/068357 6/12/2000	Class 28 - Fitness and exercise machines	Reg. No. 2482096 Reg. Date 8/28/2001
T049 US	14839.130.8	US	NORDICTRACK 78/246063 5/6/2003	Class 5 - Food and dietary supplements; beverages, namely nutritionally fortified beverages and soy protein for use as a nutritional ingredient in various powdered and ready-to-drink beverages	Reg. No. 2,915,224 Reg. Date 12/28/2004
T057 US	14839.131.2	US	N Logo 76/083063 7/5/2000	Class 28 - fitness and exercise machines	Reg. No. 2,566,757 Reg. Date 5/7/2002
T057 US.1	14839.265	US	N Logo 78/275,242 7/16/2003	Class 25 - Fitness clothing and apparel, namely, t-shirts, tank tops, sweat shirts, jackets, shorts, long pants, capri pants, sport bras, sport tops, gloves and hats	Reg. No. 3,030,119 Reg. Date 12/13/2005
T058 US	15420.13	US	GROUND ZERO Design 75/753,112 7/16/1999	Classes 10 & 28	Reg. No. 2,456,237 Reg. Date 5/29/2001
T059 US	15420.12	US	GROUND ZERO 75/753,110 7/6/1999	Classes 10 & 28	Reg. No. 2,427,587 Reg. Date 2/6/2001
T061 US	13914.119	US	AIR WALKER 73/771,076 12/22/1988	Class 28 - Machine for performing striding-type exercises	Reg. No. 1551123 Reg. Date 8/8/89
T064 US	13914.114	US	AERO 74/057994 5/11/1990	Class 28 - exercise equipment, namely stationary exercise cycles	Reg. No. 1637694 Reg. Date 3/12/1991
T065 US	13914.4	US	Misc. Design (Handlebar Design) 75/050192 1/30/1996	Class 28 - Exercise machines, namely riding exercise machines	Reg. No. 2100837 Reg. Date 9/30/1997
T067 US	13914.40.4	US	SPACE SAVER 76/113,736 6/29/2000	Class 28 - Fitness and exercise machines	Reg. No. 2,482,304 Reg. Date 8/28/2001
T089 US	13914.342	US	GET THERE 75/186,194 10/23/1996	Classes 28 & 35	Reg. No. 2,199,276 Reg. Date 10/27/1998

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Icon File No.	WN File No.	Country	Trademark Application No. File Date	International Class Description	Registration No. Registration Date Status
T090 US	13914.369	US	SOFT STRIDER 75/195,180 11/8/1996	Class 28 - fitness and exercise machines, namely, treadmills	Reg. No. 2,265,312 Reg. Date 7/27/1999
T091 US	13914.400	US	POWER INCLINE 75/218,462 12/26/1996	Class 28	Reg. No. 2,128,780 Reg. Date 1/13/1998
T092 US	13914.424	US	EASY STRIDE 75/253,664 3/7/1997	Class 28	Reg. No. 2,107,513 Reg. Date 10/21/1997
T101 US		US	TOTAL ARM BLASTER 73746832 8/18/1988	Class 28 - Body building training apparatus, namely a yoke with supporting straps and adjustable arm rests, designed to partially surround the torso of a body builder	Reg. No. 1534477 Reg. Date 4/11/1989
T102 US		US	QUICK SPEED 78/760,616 11/23/2005	Class 28 - Exercise Machines	Reg. No.: 3262982 Reg. Date: 07/10/2007
T103 US		US	ONE TOUCH 78760605 11/23/2005	Class 28 - Exercise Machines	Reg. No.: 3262981 Reg. Date: 07/10/2007

RECORDED: 03/19/2008

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