

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cap Barbell, Inc.		08/19/2009	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	ICON Health & Fitness, Inc.		
Street Address:	1500 South 1000 West		
City:	Logan		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76666226	MAXX STRENGTH	
CORRESPONDENCE DATA			
Fax Number:	(801)532-7750		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	801-532-7840		
Email:	ghess@parrbrown.com		
Correspondent Name:	Gregory M. Hess		
Address Line 1:	185 S. State Street, Suite 800		
Address Line 4:	Salt Lake City, UTAH 84111		
ATTORNEY DOCKET NUMBER:	118530-3		
NAME OF SUBMITTER:	Gregory M. Hess		
Signature:	/Gregory M. Hess/		
Date:	10/28/2009		

CH \$40.00 76666226

Total Attachments: 2

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ASSIGNMENT OF MARKS AND PENDING APPLICATION

This Assignment of Marks and Pending Application (the "Assignment") is made effective as of August 19, 2009, by Cap Barbell, Inc., a Texas corporation ("Assignor"), to ICON Health & Fitness, Inc., a Delaware corporation ("Assignee").

Assignor desires to assign, and Assignee desires to receive, all right, title, and interest that Assignor and any of its affiliates has and claims to have throughout the world in and to the mark MAXX STRENGTH, any and all derivative MAXX marks, including without limitation the mark MAXX (collectively, the "MAXX Marks"), the application that Cap Barbell has filed with the United States Patent and Trademark Office ("USPTO") with respect to the MAXX STRENGTH mark, Serial Number 76666226 (the "Application"), the prospective registration resulting from the Application, and all of the goodwill of the business associated with them. Assignor and Assignee also desire that this Assignment be made a matter of record in the USPTO.

NOW, THEREFORE, for Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably grants, conveys, transfers, sets over, and assigns to Assignee, its successors and assigns, all right, title, and interest now and hereafter in force and effect throughout the world that Assignor and any of its affiliates has, may have, and hereafter acquires in and to the MAXX Marks, the Application, the prospective registration resulting from the Application, all of the goodwill of the business pertaining to the MAXX Marks, and any and all other rights that arise from or relate to any and all of them, including without limitation all legal, equitable, and other rights and remedies for past, present, and future infringements, misappropriations, misuses, dilutions, and other violations of any of the MAXX Marks and each of them throughout the world.

Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States and subordinate or other officials, and any official of any country foreign to the United States whose duty it is to issue trademark registrations and other evidences or forms of intellectual property protection or applications, to issue the same to Assignee and Assignee's successors, assigns, and other legal representatives in accordance with this instrument.

This Assignment shall inure to the benefit of Assignee and its successors and assigns and shall bind Assignor, its successors, and any other person(s) claiming by, through, or under them.

IN WITNESS WHEREOF, this Assignment of Marks and Pending Application has been executed and delivered as of the date first written above.

CAP BARBELL, INC.

By:  _____

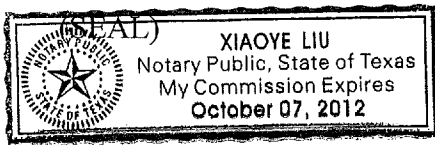
Name: Ed Tseng

Its: President

ACKNOWLEDGEMENT

State of Texas)
)ss
County of Harris)

On this 19th day of August, 2009, before me appeared Ed Tseng,
an individual personally known to me or through the presentation of documentary evidence
proved him/herself to be the person identified as the signer of the foregoing ASSIGNMENT OF
MARKS AND PENDING APPLICATION, who acknowledged to me that s/he read and
executed it as a free and voluntary act on behalf of Cap Barbell, Inc., with authority to do so.



[Signature]
Notary Public

My Commission Expires:
October 07, 2012

Residing at: Texas