TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MARIN MOUNTAIN BIKES		11/30/2009	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	COMERICA BANK
Street Address:	39200 Six Mile Road
Internal Address:	Mail Code 7578
City:	Livonia
State/Country:	MICHIGAN
Postal Code:	48152
Entity Type:	Texas banking association:

PROPERTY NUMBERS Total: 78

Property Type	Number	Word Mark
Serial Number:	77870016	HEART'S DESIRE
Serial Number:	77753408	NOVATO
Serial Number:	77714151	DOMINICAN
Serial Number:	77714157	INVERNESS
Serial Number:	77714162	LOMBARD
Serial Number:	77704456	CHASING THE STOKE
Serial Number:	77704467	CHASING THE STOKE
Serial Number:	77685135	PORTOFINO
Serial Number:	77685107	BAYVIEW TRAIL
Serial Number:	77685119	HIGHWAY ONE
Serial Number:	77685189	BELVEDERE
Serial Number:	77685086	RAVENNA
Serial Number:	77682478	BRIDGEWAY

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Serial Number:	77587335	NICASIO
Serial Number:	77587322	ALCHEMIST
Serial Number:	77555898	CORTE MADERA
Serial Number:	77555885	TERRA LINDA
Serial Number:	77555663	OLEMA
Serial Number:	77555195	TOSCANA
Serial Number:	77553935	CORTINA
Serial Number:	77404820	IGNACIO
Serial Number:	77404801	ALCATRAZ
Serial Number:	77404813	SAN QUENTIN
Serial Number:	77402465	IRON SPRINGS
Serial Number:	77154264	LAGUNITAS
Serial Number:	77154257	HAMILTON
Serial Number:	78718188	RIFT ZONE
Serial Number:	78709830	MOUNT VISION
Serial Number:	78236802	LUCAS VALLEY
Serial Number:	78236814	HEART'S DESIRE BEACH
Serial Number:	78236810	DRAKE'S BEACH
Serial Number:	78236804	FAIRFAX
Serial Number:	78236796	NORTHSIDE TRAIL
Serial Number:	76328649	TARA
Serial Number:	76328782	ALP
Serial Number:	76328648	MILL VALLEY
Serial Number:	76328781	STELVIO
Serial Number:	78088659	NOVATO
Serial Number:	76317352	COAST TRAIL
Serial Number:	76317353	ARGENTA
Serial Number:	76317355	MADRONE TRAIL
Serial Number:	76317354	ATTACK TRAIL
Serial Number:	78085224	PIONEER TRAIL
Serial Number:	75600350	SHORELINE TRAIL
Serial Number:	75600362	BOLINAS RIDGE
Serial Number:	75600355	SAN ANSELMO
Serial Number:	75600351	KENTFIELD
Serial Number:	75600354	LARKSPUR

Serial Number:	75600357	HIDDEN CANYON
Serial Number:	75600363	HAWK HILL
Serial Number:	75600360	TREVISO
Serial Number:	75600361	SAN MARINO
Serial Number:	75600359	VERONA
Serial Number:	75600358	VICENZA
Serial Number:	75467660	ROCK SPRINGS
Serial Number:	75467659	WOLF RIDGE
Serial Number:	75467665	OVATION
Serial Number:	75467651	JUNIPER TRAIL
Serial Number:	75286612	ALPINE TRAIL
Serial Number:	75286613	B17
Serial Number:	75286470	EAST PEAK
Serial Number:	74540247	POINT REYES
Serial Number:	74540248	REDWOOD
Serial Number:	74538223	SAUSALITO
Serial Number:	74538224	STINSON
Serial Number:	74538222	SAN RAFAEL
Serial Number:	74518483	QUAKE
Serial Number:	74395489	F.R.S.
Serial Number:	74390764	INDIAN FIRE TRAIL
Serial Number:	74390757	BEAR VALLEY
Serial Number:	74390761	PINE MOUNTAIN
Serial Number:	74390760	NAIL TRAIL
Serial Number:	74390763	BOBCAT TRAIL
Serial Number:	74390758	MUIRWOODS
Serial Number:	74390765	ROCKY RIDGE
Serial Number:	74390759	ELDRIDGE GRADE
Serial Number:	73632174	MARIN
Serial Number:	73630346	ROCKSTAR

CORRESPONDENCE DATA

Fax Number: (858)550-6403

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 858-550-6403

Email: erin.obrien@cooley.com

Correspondent Name:	Erin O'Brien
Address Line 1:	c/o Cooley Godward Kronish LLP
Address Line 2:	4401 Eastgate Mall
Address Line 4:	San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER:	036703-1181 MARIN MT BIKE
NAME OF SUBMITTER:	Erin O'Brien
Signature:	/Erin O'Brien/
Date:	12/22/2009

Total Attachments: 8
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of November 30, 2009 by and between COMERICA BANK ("Bank") and MARIN MOUNTAIN BIKES, a California corporation ("Grantor").

RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor dated of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"). Capitalized terms used herein are used as defined in the Loan Agreement.

B. Bank is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks and Patents to secure the obligations of Grantor under the Loan Agreement.

C. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement and all other agreements now existing or hereafter arising between Grantor and Bank, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Loan Agreement and under any other agreement now existing or hereafter arising between Bank and Grantor, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

Grantor represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights in connection to which Grantor has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

MARIN MOUNTAIN BIKES

By: Robert Buckley

Title: Chairman

Address of Grantor:

265 Bel Marin Keys Boulevard
Novato, CA 94949

Attn: Robert Buckley

BANK:

COMERICA BANK

By:

Title: Vice President

Address of Bank:

Comerica Bank
39200 Six Mile Road
Mail Code 7578
Livonia, MI 48152
Attn: National Documentation Services

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EXHIBIT A

Copyrights

To be completed

EXHIBIT B

Patents

To be completed

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EXHIBIT C

Trademarks

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
HEART'S DESIRE	77/870016	11/11/09	n/a	n/a
NOVATO	77/753408	6/5/09	n/a	n/a
DOMINICAN	77/714151	4/15/09	n/a	n/a
INVERNESS	77/714157	4/15/09	n/a	n/a
LOMBARD	77/714162	4/15/09	n/a	n/a
CHASING THE STOKE	77/704456	4/1/09	n/a	n/a
CHASING THE STOKE	77/704467	4/1/09	n/a	n/a
PORTOFINO	77/685135	3/6/09	3,683,145	9/15/09
BAYVIEW TRAIL	77/685107	3/6/09	3,683,142	9/15/09
HIGHWAY ONE	77/685119	3/6/09	3,683,143	9/15/09
BELVEDERE	77/685189	3/6/09	3,683,146	9/15/09
RAVENNA	77/685086	3/6/09	n/a	n/a
BRIDGEWAY	77/682478	3/3/09	n/a	n/a
NICASIO	77/587335	10/7/08	3,694,981	10/13/09
ALCHEMIST	77/587322	10/7/08	3,606,049	4/14/09
CORTE MADERA	77/555898	8/26/08	3,700,870	10/27/09
TERRA LINDA	77/555885	8/26/08	n/a	n/a
OLEMA	77/555663	8/26/08	n/a	n/a
TOSCANA	77/555195	8/25/08	3,608,300	4/21/09
CORTINA	77/553935	8/22/08	n/a	n/a
IGNACIO	77/404820	2/25/08	3,673,882	8/25/09
ALCATRAZ	77/404801	2/25/08	3,617,157	5/5/09
SAN QUENTIN	77/404813	2/25/08	n/a	n/a

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Mark	App. No.	Filing Date	Reg. No.	Reg. Date
IRON SPRINGS	77/402465	2/21/08	n/a	n/a
LAGUNITAS	77/154264	4/11/07	3,419,530	4/29/08
HAMILTON	77/154257	4/11/07	3,328,090	10/30/07
RIFT ZONE	78/718188	9/22/05	3,138,828	9/5/06
MOUNT VISION	78/709830	9/9/05	3,138,708	9/5/06
LUCAS VALLEY	78/236802	4/11/03	2,940,781	4/12/05
HEART'S DESIRE BEACH	78/236814	4/11/03	2,900,778	11/2/04
DRAKE'S BEACH	78/236810	4/11/03	2,900,776	11/2/04
FAIRFAX	78/236804	4/11/03	2,900,775	11/2/04
NORTHSIDE TRAIL	78/236796	4/11/03	2,849,800	6/1/04
TARA	76/328649	10/22/01	2,790,244	12/9/03
ALP	76/328782	10/22/01	2,662,564	12/17/02
MILL VALLEY	76/328648	10/22/01	2,588,466	7/2/02
STELVIO	76/328781	10/22/01	2,588,467	7/2/02
NOVATO	78/088659	10/16/01	2,664,883	12/17/02
COAST TRAIL	76/317352	9/26/01	2,591,469	7/9/02
ARGENTA	76/317353	9/26/01	2,591,470	7/9/02
MADRONE TRAIL	76/317355	9/26/01	2,591,471	7/9/02
ATTACK TRAIL	76/317354	9/26/01	2,588,383	7/2/02
PIONEER TRAIL	78/085224	9/24/01	2,725,941	6/10/03
SHORELINE TRAIL	75/600350	12/7/98	2,320,995	2/22/00
BOLINAS RIDGE	75/600362	12/7/98	2,314,082	2/1/00
SAN ANSELMO	75/600355	12/7/98	2,307,519	1/11/00
KENTFIELD	75/600351	12/7/98	2,307,517	1/11/00
LARKSPUR	75/600354	12/7/98	2,307,518	1/11/00

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
HIDDEN CANYON	75/600357	12/7/98	2,307,520	1/11/00
HAWK HILL	75/600363	12/7/98	2,307,525	1/11/00
TREVISO	75/600360	12/7/98	2,307,523	1/11/00
SAN MARINO	75/600361	12/7/98	2,307,524	1/11/00
VERONA	75/600359	12/7/98	2,307,522	1/11/00
VICENZA	75/600358	12/7/98	2,307,521	1/11/00
ROCK SPRINGS	75/467660	4/14/98	2,460,001	6/12/01
WOLF RIDGE	75/467659	4/14/98	2,352,545	5/23//00
OVATION	75/467665	4/14/98	2,300,845	12/14/99
JUNIPER TRAIL	75/467651	4/14/98	2,300,844	12/14/99
ALPINE TRAIL	75/286612	5/5/97	2,293,176	11/16/99
B17	75/286613	5/5/97	2,250,236	6/1/99
EAST PEAK	75/286470	5/5/97	2,237,531	4/6/99
POINT REYES	74/540247	6/20/94	1,917,825	9/12/95
REDWOOD	74/540248	6/20/94	1,904,348	7/11/95
SAUSALITO	74/538223	6/15/94	2,062,459	5/20/97
STINSON	74/538224	6/15/94	1,950,278	1/23/96
SAN RAFAEL	74/538222	6/9/94	2,099,733	9/23/97
QUAKE	74/518483	4/29/94	1,956,841	2/13/96
F.R.S.	74/395489	5/27/93	1,824,344	3/1/94
INDIAN FIRE TRAIL	74/390764	5/17/93	1,835,369	5/10/94
BEAR VALLEY	74/390757	5/17/93	1,821,199	2/15/94
PINE MOUNTAIN	74/390761	5/17/93	1,821,202	2/15/94
NAIL TRAIL	74/390760	5/17/93	1,821,201	2/15/94
BOBCAT TRAIL	74/390763	5/17/93	1,821,203	2/15/94

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
MUIRWOODS	74/390758	5/17/93	1,821,200	2/15/94
ROCKY RIDGE	74/390765	5/17/93	1,819,853	2/8/94
ELDRIDGE GRADE	74/390759	5/17/93	1,817,870	1/25/94
MARIN	73/632174	11/24/86	1,494,118	6/28/88
ROCKSTAR	73/630346	11/14/86	1,463,401	11/3/87