

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM610391

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
RESUBMIT DOCUMENT ID:	900574634		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		10/01/2020	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	OCTANE FITNESS, LLC		
Street Address:	7601 NORTHLAND DRIVE N. #100		
City:	Brooklyn Park		
State/Country:	MINNESOTA		
Postal Code:	55428		
Entity Type:	Limited Liability Company: MINNESOTA		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2796083	OCTANE FITNESS	
Registration Number:	2961333	SMARTSTRIDE	
Registration Number:	3592728	XRIDE	
Registration Number:	4052327	CROSS CIRCUIT	
Registration Number:	4230098	LATERALX	
Registration Number:	4577631	SMARTLINK	
Registration Number:	4676523	ZERO RUNNER	
Serial Number:	90044765	OCTANE RO	
CORRESPONDENCE DATA			
Fax Number:	3146121301		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	314-444-7600		
Email:	ipdept@lewisrice.com		
Correspondent Name:	Michael J. Hickey		
Address Line 1:	LEWIS RICE LLC, 600 WASHINGTON AVE, STE.		
Address Line 2:	STE. 2500		
Address Line 4:	ST LOUIS, MISSOURI 63101		

NAME OF SUBMITTER:	Michael J. Hickey
SIGNATURE:	/Michael J. Hickey/
DATE SIGNED:	11/23/2020
Total Attachments: 6 source=Active_135956661_1_Nautilus - Release of Security Interest in Specified Trademarks#page1.tif source=Active_135956661_1_Nautilus - Release of Security Interest in Specified Trademarks#page2.tif source=Active_135956661_1_Nautilus - Release of Security Interest in Specified Trademarks#page3.tif source=Active_135956661_1_Nautilus - Release of Security Interest in Specified Trademarks#page4.tif source=Active_135956661_1_Nautilus - Release of Security Interest in Specified Trademarks#page5.tif source=Active_135956661_1_Nautilus - Release of Security Interest in Specified Trademarks#page6.tif	

RELEASE OF SECURITY INTEREST IN SPECIFIED TRADEMARKS

This RELEASE OF SECURITY INTEREST IN SPECIFIED TRADEMARKS (this "Release"), dated as of October 14, 2020 (the "Effective Date"), is made by **WELLS FARGO BANK, NATIONAL ASSOCIATION**, a national banking association ("Wells Fargo"), in its capacity as administrative agent for each member of the Lender Group and the Bank Product Providers (in such capacity, together with its successors and assigns in such capacity, "Agent"), in favor of **OCTANE FITNESS, LLC**, a Minnesota limited liability company (the "Grantor").

WHEREAS, pursuant to that certain Credit Agreement dated as of January 31, 2020 (as amended, restated, supplemented, or otherwise modified from time to time, the "Credit Agreement"), by and among Nautilus, Inc., a Washington corporation ("Nautilus"), those additional entities that hereafter become parties to the Credit Agreement as Borrowers in accordance with the terms thereof (together with Nautilus, each, a "Borrower" and individually and collectively, jointly and severally, the "Borrowers"), the lenders party thereto as "Lenders" (such Lenders, together with their respective successors and permitted assigns in such capacity, each, individually, a "Lender" and, collectively, the "Lenders"), and Agent, the Lender Group has agreed to make certain financial accommodations available to Borrowers from time to time pursuant to the terms and conditions thereof;

WHEREAS, pursuant to the Credit Agreement, Nautilus, Grantor, other persons party thereto and Agent have executed and delivered that certain Guaranty and Security Agreement, dated as of January 31, 2020 (as from time to time amended, restated, supplemented or otherwise modified, the "Guaranty and Security Agreement"); and

WHEREAS, pursuant to the Guaranty and Security Agreement, the Grantor, Nautilus and Agent executed and delivered a Trademark Security Agreement, dated as of January 31, 2020 (the "Trademark Security Agreement"), for recording with the United States Patent and Trademark Office;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on January 31, 2020 at Reel/Frame 6853/0252; and

WHEREAS, in reliance on the representations, warranties and covenants contained in that certain Omnibus Release, Amendment, Limited Waiver and Reaffirmation Agreement, dated as of October 14, 2020, the Agent has agreed to release, discharge, terminate and cancel its security interest in certain specified collateral;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Credit Agreement or the Trademark Security Agreement, as applicable.

2. Release of Specified Collateral. The Agent, without representation or warranty of any kind, on behalf of itself and the Lender Group and Bank Product Providers, hereby releases, discharges, terminates and cancels all of its lien on and security interest in and to the trademark

registrations and applications set forth Schedule I attached hereto (the “Released Trademark Collateral”), arising under the Guaranty and Security Agreement and the Trademark Security Agreement. If and to the extent that the Agent has acquired any right, title or interest in and to the Released Trademark Collateral under the Trademark Security Agreement, the Agent, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantor.

3. Limitation. This Release is applicable only and solely with respect to the Released Trademark Collateral and to no other collateral arising under the Guaranty and Security Agreement or the Trademark Security Agreement. The Agent retains all security interests, liens, rights, titles and interests pledged and granted to the Agent under the Guaranty and Security Agreement and the Trademark Security Agreement with respect to all such other collateral, and the Agent’s security interest, liens, rights, titles and interests in such other collateral shall not, and shall not be deemed to, be impaired, interrupted or otherwise modified in any respect by this Release.

4. Further Assurances. The Agent agrees to take all further actions, and provide to the Grantor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantor, at the Grantor’s sole cost and expense, to more fully and effectively effectuate the purposes of this Release.

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IN WITNESS WHEREOF, the Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

**WELLS FARGO BANK, NATIONAL
ASSOCIATION**, a national banking association as
Agent

By: **Scott T. Collins** Digitally signed by Scott T. Collins
Date: 2020.10.01 14:58:03 -05'00'

Name:

Title:

SCHEDULE I**Trademark Registrations/Applications**

Grantor	Mark	Application/ Registration No.	App/Reg Date	Country
Octane Fitness, LLC	OCTANE FITNESS	2796083	12/16/2003	United States
Octane Fitness, LLC	SMARTSTRIDE	2961333	6/7/2005	United States
Octane Fitness, LLC	XRIDE	3592728	3/17/2009	United States
Octane Fitness, LLC	CROSS CIRCUIT	4052327	11/8/2011	United States
Octane Fitness, LLC	LATERALX	4230098	10/23/2012	United States
Octane Fitness, LLC	SMARTLINK	4577631	7/29/2014	United States
Octane Fitness, LLC	ZERO RUNNER	4676523	1/20/2015	United States
Octane Fitness, LLC	OCTANE RO	90044765	7/9/2020	United States
Octane Fitness, LLC	OCTANE FITNESS	962130	6/14/2005	Australia
Octane Fitness, LLC	XRIDE	1259275	7/16/2010	Australia
Octane Fitness, LLC	LATERALX	WO1186228	6/18/2014	Australia
Octane Fitness, LLC	ZERO RUNNER	WO1206193	9/25/2014	Australia
Octane Fitness, LLC	XRIDE	829948120	1/17/2012	Brazil
Octane Fitness, LLC	LATERALX	840761635	8/30/2016	Brazil
Octane Fitness, LLC	ZERO RUNNER	907700586	3/13/2018	Brazil
Octane Fitness, LLC	OCTANE FITNESS	TMA623,958	10/29/2004	Canada
Octane Fitness, LLC	XRIDE	TMA759,998	2/22/2010	Canada
Octane Fitness, LLC	LATERALX	TMA893,996	1/14/2015	Canada
Octane Fitness, LLC	ZERO RUNNER	TMA925,524	1/11/2016	Canada
Octane Fitness, LLC	OCTANE FITNESS	4822994	6/14/2009	China
Octane Fitness, LLC	OCTANE FITNESS	37677209	12/7/2019	China

Octane Fitness, LLC	OCTANE FITNESS	37677210	12/14/2019	China
Octane Fitness, LLC	OCTANE FITNESS (2 Chinese Characters)	37677214	1/28/2019	China
Octane Fitness, LLC	OCTANE FITNESS (3 Chinese Characters)	37677211	12/14/2019	China
Octane Fitness, LLC	OCTANE FITNESS (3 Chinese Characters)	37677212	12/14/2019	China
Octane Fitness, LLC	XRIDE	6923735	8/21/2010	China
Octane Fitness, LLC	CROSS CIRCUIT	9965131	11/21/2012	China
Octane Fitness, LLC	LATERALX	WO1186228	10/16/2014	China
Octane Fitness, LLC	ZERO RUNNER	WO1206193	1/30/2018	China
Octane Fitness, LLC	ZERO RUNNER	24267624	5/28/2018	China
Octane Fitness, LLC	OCTANE FITNESS	3278322	12/7/2004	European Union
Octane Fitness, LLC	XRIDE	7173214	5/18/2009	European Union
Octane Fitness, LLC	LATERALX	WO1186228	10/21/2014	European Union
Octane Fitness, LLC	ZERO RUNNER	WO1206193	4/21/2015	European Union
Octane Fitness, LLC	LATERALX	WO1186228	10/6/2018	India
Octane Fitness, LLC	OCTANE FITNESS	2537682	11/14/2018	India
Octane Fitness, LLC	ZERO RUNNER	WO1206193	1/14/2019	India
Octane Fitness, LLC	OCTANE FITNESS	5112159	2/22/2008	Japan
Octane Fitness, LLC	XRIDE	5284595	12/4/2009	Japan
Octane Fitness, LLC	LATERALX	WO1186228	9/19/2014	Japan
Octane Fitness, LLC	ZERO RUNNER	WO1206193	2/13/2015	Japan
Octane Fitness, LLC	OCTANE FITNESS	2216711	6/5/2019	Mexico
Octane Fitness, LLC	XRIDE	1089063	3/10/2009	Mexico
Octane Fitness, LLC	ZERO RUNNER	1571669	5/8/2015	Mexico
Octane Fitness, LLC	LATERALX	1571670	9/10/2015	Mexico
Octane Fitness, LLC	OCTANE FITNESS	331974	8/17/2007	Russia

Octane Fitness, LLC	XRIDE	396376	12/14/2009	Russia
Octane Fitness, LLC	LATERALX	WO1186228	11/17/2014	Russia
Octane Fitness, LLC	OCTANE FITNESS	40201925266T	6/6/2020	Singapore
Octane Fitness, LLC	OCTANE FITNESS	2005/15459	2/16/2009	South Africa
Octane Fitness, LLC	LATERALX	2013/33746	7/30/2015	South Africa
Octane Fitness, LLC	OCTANE FITNESS	1211951	6/1/2006	Taiwan
Octane Fitness, LLC	XRIDE	1366369	6/16/2009	Taiwan
Octane Fitness, LLC	CROSS CIRCUIT	1522646	6/16/2012	Taiwan
Octane Fitness, LLC	LATERALX	1649308	6/16/2014	Taiwan
Octane Fitness, LLC	ZERO RUNNER	1684498	1/1/2015	Taiwan
Octane Fitness, LLC	OCTANE FITNESS	324674	5/24/2020	United Arab Emirates
Octane Fitness, LLC	LATERALX	WO1186228	11/19/2013	WIPO
Octane Fitness, LLC	ZERO RUNNER	WO1206193	5/8/2014	WIPO