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FORM PTO-1595
(Rev. 6-93)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)
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101776771

Attorney Docket No.

6529

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 7901
1. Trek Bicycle Corporation, a Wisconsin corporation
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies)
Name: Bank One, Wisconsin
Internal Address: 111 East Wisconsin Avenue
Milwaukee, WI 53202

3. Nature of conveyance:
[] Assignment [] Merger
[X] Security Agreement [] Change of Name
[] Other
Execution Date: July 26, 1999

Street Address: SAME AS ABOVE
City: _____ State: _____ ZIP: _____
Additional name(s) & address(es) attached? [] Yes [X] No
JUL - 9

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: N/A
A. Patent Application No.(s)

B. Patent No.(s): 5,624,519
5,685,553
Additional Numbers attached? [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Daniel E. Kattman, Esq.
Internal Address: c/o Reinhart, Boerner, Van Deuren,
Norris & Rieselbach, s.c.
1000 North Water Street, Suite 2100
Milwaukee, WI 53202
Street Address: Same as above
City: _____ State: _____ ZIP: _____

6. Total number of applications and patents involved: [2]
7. Total fee (37 CFR 3.41)..... \$ 80.00
[X] Enclosed
[] Authorized to be charged to deposit account
[X] Any deficiencies in enclosed fee should be charged to Deposit Account.
8. Deposit account number:
18-0882
(Attach duplicate copy of this page if paying by deposit account)

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9. 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.
Daniel E. Kattman Signature
Name of Person Signing
July 2, 2001 Date
Total number of pages including cover sheet, attachments, and document: [8]

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

08-27-1999



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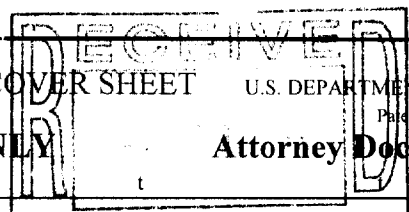
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PATENTS ONLY

Patent and Trademark Office Attorney Docket No. 4722



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
1. Trek Bicycle Corporation, a Wisconsin corporation
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies)
Name: Bank One, Wisconsin
Internal Address: 111 East Wisconsin Avenue Milwaukee, WI 53202
Street Address: SAME AS ABOVE
City: State: ZIP:
Additional name(s) & address(es) attached? [] Yes [X] No
8-23-99

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other
Execution Date: July 26, 1999

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: N/A
A. Patent Application No.(s)
B. Patent No.(s): 5,624,519 ✓
5,685,553 ✓
Additional Numbers attached? [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Kathleen D. Mintner, Paralegal
Internal Address: 1000 North Water Street, Suite 2100 Milwaukee, WI 53202
Street Address: Reinhart, Boerner, Van Deuren, Norris & Rieselbach, s.c. 1000 North Water Street P.O. Box 92900 City: Milwaukee State: WI ZIP: 53202-0900

6. Total number of applications and patents involved: [2]
7. Total fee (37 CFR 3.41).....\$ ~~300~~ 80
[x] Enclosed
[] Authorized to be charged to deposit account
[x] Any deficiencies in enclosed fee should be charged to Deposit Account.

8. Deposit account number:
18-0882
(Attach duplicate copy of this page if paying by deposit account)

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01 FC:581 80.00 10P

9. 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.

Kathleen D. Mintner
Name of Person Signing

Kathleen D. Mintner
Signature

August 19, 1999
Date

Total number of pages including cover sheet, attachments, and document: [3]

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

NOTICE OF SECURITY INTEREST IN PATENTS

THIS NOTICE OF SECURITY INTEREST IN PATENTS is by and between TREK BICYCLE CORPORATION, a Wisconsin corporation (the "Company"), and BANK ONE, WISCONSIN, as collateral agent for the Benefited Parties (as defined in the Security Agreement referred to below) (the "Secured Party").

The Company and the Secured Party acknowledge the following:

A. The Company has executed a Subsidiary Guarantor Security Agreement, dated as of July 26, 1999 (the "Security Agreement"), in favor of the Secured Party.

B. The Company has executed an Intercompany Security Agreement, dated as of July 26, 1999 (the "Intercompany Security Agreement"), in favor of Trek Corporation, who assigned all of its right, title and interest under the Intercompany Security Agreement to the Secured Party.

C. The Company owns the patents (the "Patents") listed on Exhibit A attached hereto, which Patents have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.

D. Pursuant to the Security Agreement (and the Intercompany Security Agreement by virtue of the subsequent assignment thereof), the Company has granted to the Secured Party, for the benefit of the Benefited Parties, a security interest in and to all of the Patents and applications therefor, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof.

Dated as of July 26, 1999.

TREK BICYCLE CORPORATION

Address:
801 West Madison Street
Waterloo, Wisconsin 53594

BY Joseph R. Siefkes
Its VP-FINANCE

BANK ONE, WISCONSIN, as collateral
agent for the Benefited Parties

Address:
111 East Wisconsin Avenue
Milwaukee, Wisconsin 53202

BY [Signature]
Its VP

EXHIBIT A

TREK BICYCLE CORPORATION

Issued Patents

<u>Country</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Inventor(s)</u>	<u>Title</u>
USA	5,624,519	4/29/97	Nelson, Wilcox, & Read	method of making composite bicycle frame using composite lugs
USA	5,685,553	11/11/97	Wilcox, Rhoades & Zeigle	Suspension for a bicycle having a Y-shaped frame

Patent Licenses

<u>Country</u>	<u>Licensor</u>	<u>Licensee</u>	<u>Effective Date</u>	<u>Exp. Date</u>	<u>Subject</u>
USA	Trek	Huffy	9/22/98	LOP	US Patent No. 5,624,519
USA	Trek	Royce Union	7/22/98	LOP	5,624,519
USA	Trek	Cycle Source	5/28/99	LOP	5,624,519