

Form PTO-1595 (Rev. 06/04)
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
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RECORDATION FORM COVER SHEET PATENTS 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)/Execution Date(s):

Timothy J. Porth

Execution Date(s) 06/11/2004

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Octane Fitness, LLC

Internal Address: _____

Street Address: 2705 Bunker Lake Blvs.

Suite 201

City: Andover

State: MN

Country: USA Zip: 55304

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)
10/763,744

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Sherrill Law Offices, PLLC

Internal Address: _____

Street Address: 4756 Benning Ave Suite 212

City: White Bear Lake

State: MN Zip: 55113

Phone Number: 651-426-2400

Fax Number: 651-426-2322

Email Address: sherrilllaw.com

6. Total number of applications and patents involved:

1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed
- None required (government interest not affecting title)

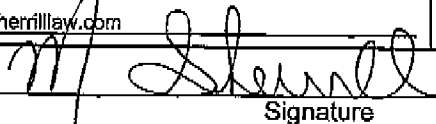
8. Payment Information

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 19-2020

Authorized User Name Michael Sherrill

9. Signature:


Signature

23 July 04
Date

Michael S. Sherrill

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

CH \$40.00 192020 10763744

IN TESTIMONY WHEREOF, I, **Timothy J. Porth** have hereunto set my hand this 11 day of JUNE, 2004.

[Signature]
Timothy J. Porth

STATE OF MINNESOTA)
)ss.
COUNTY OF ANOKA)

On this 11 day of June, 2004 before me personally appeared **Timothy J. Porth** who executed the foregoing instrument and duly acknowledged to me that he executed the same for the uses and purposes therein set forth.

[Signature]
Notary Public



Docket No.: OCT016USPT01

ASSIGNMENT

WHEREAS, I, Timothy J. Porth, residing at 9121 Forest Hills Circle, Bloomington, Minnesota 55437 have made certain new and useful inventions and improvements for which I have executed an application for United States Letters which is entitled EXERCISE EQUIPMENT WITH AUTOMATIC ADJUSTMENT OF STRIDE LENGTH AND/OR STRIDE HEIGHT BASED UPON DIRECTION OF FOOT SUPPORT ROTATION, filed **January 23, 2004** and assigned Serial No. **10/763,744**; and

WHEREAS, Octane Fitness, LLC, a corporation organized and existing under and by virtue of the laws of the state of Minnesota, and having an office and place of business at 2705 Bunker Lake Blvd., Suite 201, Andover, Minnesota 55304 (hereinafter "Assignee") is desirous of acquiring the entire right, title and interest in and to said inventions, improvements, application and any United States Letters Patent resulting therefrom.

NOW THEREFORE, to all whom it may concern, be it known that for the sum of one dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I have sold, assigned, and transferred, and by these presents do hereby sell, assign and transfer unto said Assignee, its successors and assigns, the entire worldwide right, title and interest in and to (i) the aforesaid provisional patent application, (ii) all regular patent applications for United States Letters Patent including all divisions, continuations, and renewals thereof, (iii) all inventions and improvements disclosed in the aforesaid application, (iv) all Letters Patent which may be granted therefrom, (v) all reissues or extensions of such Letters Patents, (vi) all applications which have been or shall be filed in any foreign countries for Letters Patent on the inventions and/or improvements, including an assignment of all rights under the provisions of the International Convention, and (vii) all Letters Patent of foreign countries which may be granted therefrom.

I do hereby authorize and request the Commissioner of Patents and Trademarks to issue any and all United States Letters Patent for the aforesaid inventions and improvements to the Assignee as the assignee of the entire right, title and interest in and to the same, for the use of the said Assignee, its successors and assigns.

I do hereby agree that me and my executors and legal representatives will make, execute and deliver any and all other instruments in writing including any and all further application papers, affidavits, assignments and other documents, and will communicate to said Assignee, its successors, assigns and representatives all facts known to me relating to said improvements and the history thereof and will testify in all legal proceedings and generally do all things which may be necessary or desirable to secure and vest in said Assignee, its successors and assigns, the entire right, title and interest in and to the said improvements, inventions, applications, Letters Patent, rights, titles, benefits, privileges and advantages hereby sold, assigned and conveyed.

I covenant and agree with said Assignee, its successors and assigns, that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed, has been made to others by me and that full right to convey the same as herein expressed is possessed by me.

PATENT**RECORDED: 07/23/2004****REEL: 014893 FRAME: 0227**