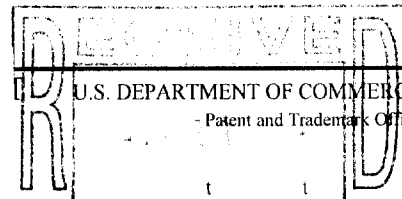


*Mintner
8-23-99*

REC

08-30-1999



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

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101130393

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

1. Name of conveying party(ies):
Trek Bicycle Corporation, a Wisconsin corporation.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes 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: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other: Wisconsin State Banking Corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 26, 1999

4. Application number(s) or patent number(s):
 A. Trademark Application No.(s)
 N/A

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
 2,060,274 1,794,941
 1,759,754

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Kathleen D. Mintner, Paralegal
 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 registrations involved:..... 3

7. Total fee (37 CFR 3.41).....\$120
 Enclosed
 Authorized to be charged to deposit account
 Any Deficiencies in Enclosed Fee should be charged to our Deposit Account.

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

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and an attached copy is a true copy of the original document.

Kathleen D. Mintner Kathleen D. Mintner
 Name of Person Signing Signature

August 18, 1999
 Date

08/27/1999 MTHA11 00000121 2080274 Total number of pages including cover sheet, attachments, and document:
 Mail documents to be recorded with required cover sheet information
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

40.00 DP
 50.00 DP

000008393
 08/27/1999 MTHA11
 CHECK Refund Total: \$30.00
 TRADEMARK
 001950 FRAME: 0168

NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS 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 has adopted, used and is using the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks are registered with 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 Trademarks, service marks, applications therefor and associated goodwill therein, 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. Siepke
Its VP-FINANCE

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

Address:

111 East Wisconsin Avenue
Milwaukee, WI 53202

BY J. Nehls
Its VP

EXHIBIT A

TREK BICYCLE CORPORATION

Registered Trademarks

<u>Country</u>	<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
USA	Trek	2,060,274	5/13/97
USA	Gary Fisher	1,759,754	3/23/93
USA	Bontrager	1,994,941	4/20/96