

08-12-2002



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09/20/2001 9:45

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New 18-06-02
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
 - Other
 - Citizenship/State of Incorporation/Organization
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/09/2002 LNUELLER 00000199 2218183

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
650.00 OP

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

TRADEMARK

REEL: 002560 FRAME: 0015

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)



Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,218,183"/>	<input type="text" value="2,142,505"/>	<input type="text" value="1,832,703"/>
<input type="text" value="1,680,245"/>	<input type="text" value="1,433,766"/>	<input type="text" value="1,582,622"/>
<input type="text" value="1,447,655"/>	<input type="text" value="1,516,316"/>	<input type="text" value="2,256,458"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed



Deposit Account



Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes



No



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. Charges to deposit account are authorized, as indicated herein.

Kristine M. Miller

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

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Trademark Application Number(s)

Registration Number(s)

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2,050,520	1,818,446	1,345,992
1,567,013	1,987,666	1,994,147
2,358,301	1,852,340	1,970,735
1,645,618	1,320,570	2,016,941
2,385,900	1,674,484	1,357,921
1,884,831	1,218,337	2,088,647
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE dated as of September 20, 2001 (this "Release") is made by Comerica Bank acting in its capacity as Secured Party and Agent for certain Banks (in such capacity, the "Secured Party") under that certain Agreement (Trademark) dated as of September 30, 1998, as amended or modified, and recorded in the records of the United States Patent and Trademark Office at Trademark Reel 1817, Frame 0439, (the "Trademark Agreement"), among GT Bicycles, Inc. (together with its affiliated companies, the "Debtor") and the Secured Party;

WITNESSETH:

WHEREAS, pursuant to the Trademark Agreement and a related Credit Agreement and Security Agreement, the Debtor granted to the Secured Party a security interest in certain of the Debtor's United States and foreign trademarks and trademark applications related to the Debtor's cycling business, including but not limited to the trademarks set forth on Attachment 1 hereto, and all associated good will and common law rights (collectively, the "Trademarks");

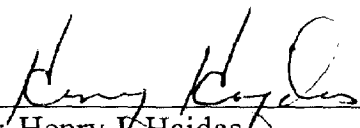
WHEREAS, the Secured Party wishes to: (i) release all of its security interest covering the Trademarks; and (ii) dissolve any and all liens and encumbrances respecting the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Secured Party does hereby release its security interest in the Trademarks; and

FURTHER AGREED, that, upon the request of the party acquiring the Trademarks from Debtor (the "Purchaser") from time to time after the Closing Date, Secured Party shall, at Purchaser's expense, forthwith execute and deliver such documents as Purchaser or its counsel may reasonably request to effectuate the purposes of this Release.

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the day and year first above written.

COMERICA BANK,
as Secured Party

By: 
Name: Henry J. Hajdas
Title: Senior Vice President

ATTACHMENT 1
(to the Release of Security Interest in Trademarks)

Registered U.S. Trademarks

Country	Mark	Reg. No.	Reg. Date	Int'l Class	Goods/Services	Ser. No.	Next Deadline
United States	BE THE ENGINE	2,218,183	1/19/99	12	Bicycles and structural parts therefor	75/273,586	1/19/05
United States	BICYCLE AIR SHOW	2,142,505	3/10/98	41	Organizing and conducting bicycle free-style stunt exhibitions	75/243,030	3/10/04
United States	CYCLE DESIGN	1,832,703	4/26/94	12	Bicycles and structural parts therefor	74/360,836	4/26/04
United States	CYCLE DESIGN CD and Design	1,680,245	3/24/92	12	Bicycles and structural parts therefor	74/152,668	3/24/02
United States	DRAIN PIPE and Design	1,433,766	3/24/87	12	Bicycle seat posts	73/614,838	3/24/07
United States	DYNO (Stylized)	1,582,622	2/13/90	25	Clothing, namely, men, women and children's t-shirts, jerseys, trousers, sweat shirts and pants, gloves, caps and shoes	73/664,065	2/13/00
United States	DYNO BOY	1,447,655	7/14/87	25	T-shirts, sweatshirts, shorts, pants, blouses, shirts, caps, visors, bathing suits, tights and leotards, jackets	73/628,843	7/14/07
United States	GT	1,516,316	12/13/88	12	Non-motorized bicycles, tires, seat posts, forks, frames and bars	73/727,680	12/13/08
United States	GT ALL TERRA	2,256,458	6/29/99	12	Bicycles	75/336,388	6/29/05
United States	GT BICYCLES & Design	2,050,520	4/08/97	12	Bicycles and bicycle structural parts and bicycle accessories	75/048,230	4/08/07
United States	GT BICYCLES & Design	1,818,446	1/25/94	12	Bicycles and bicycle structural parts	74/227,861	1/25/04
United States	GT BMX & Design	1,345,992	7/02/85	12	Non-motorized bicycles, tires, seat posts, forks, frames and bars	73/461,512	7/02/05
United States	GT TRIPLE TRIANGLE DESIGN & Design	1,567,013	11/21/89	12	Bicycles and structural parts therefor	73/752,964	11/21/09
United States	GEARHEADS	1,987,666	7/16/96	16	Newsletters pertaining to bicycles and bicycle competitions	74/607,023	7/16/02
United States	HAMMERDOWN	1,994,147	8/13/96	16	Newsletters pertaining to bicycles and bicycle competitions	74/607,024	8/13/02
United States	I-DRIVE	2,358,301	6/13/00	12	Bicycles and bicycle structural parts	75/449,741	6/13/06
United States	POWERLITE	1,852,340	9/06/94	12	Bicycle racing frames and structural parts therefor	74/087,731	9/06/04
United States	PERFORMER	1,970,735	4/30/96	12	Bicycles	74/420,483	4/30/02
United States	RITEWAY and Design	1,645,618	5/21/91	42	Distributorship services in the field of bicycles, bicycle parts, and bicycle accessories	74/034,024	5/21/01
United States	ROBINSON (Stylized)	1,320,570	2/19/85	12	Bicycles	73/468,150	2/19/05
United States	SPIN	2,016,941	11/19/96	12	Wheels for bicycles used for transportation	74/648,540	11/19/02
United States	STREAMLINE	2,385,900	9/12/00	12	Bicycles and bicycle structural parts and bicycle accessories	75/257,131	9/12/06
United States	TCP TOTAL CONCEPT PLAN	1,674,484	2/04/92	35	Marketing services for distributors and dealerships featuring bicycles, bicycle parts and accessories	74/150,646	2/04/02

United States	TIMBERLIN	1,357,921	9/3/85	12	Bicycles; Bicycle structural parts; bicycle accessories	73/519,570	9/3/05
United States	TIMBERLINE	1,884,831	3/21/95	12	Bicycles and structural parts therefor	74/439,615	3/21/05
United States	TRAKER	1,218,337	11/30/82	12	Moto-Cross Bicycles	73/322,668	11/30/02
United States	VERTIGO	2,088,647	8/19/97	12	Bicycles and structural parts therefor	75/018,516	8/19/03

Pending U.S. Trademarks

Country	Mark	Serial #	Int'l Class	Goods
United States	I DRIVE BY GT & Design	76/010,041	12	Bicycles and bicycle structural parts
United States	MONSTER-X	75/394,410	12, 41	Bicycles and bicycle structural parts; entertainment services, namely organizing and conducting bicycle racing exhibitions and production and distribution of an on-going television series featuring bicycle racing exhibitions

California Trademarks

Reg. No.	Description	Issued	Goods/Services	Next Deadline
0094470	DUO CYCLE	7/26/91	Bicycles and bicycle components	7/26/91
0077783	DYNO	7/10/85	Bicycle brake guards, bicycle visors, bicycle number plates, bicycle pad sets	7/10/05
0095486	GT BICYCLES	1/29/92	Bicycles and bicycle structural parts and accessories	1/29/02
0093402	POWERLITE	12/18/90	Bicycle racing frames, parts and accessories	12/18/10

Foreign Registered and Pending Trademarks

Country	Mark	Reg. No.	Class	Issued/Status	Next Deadline
Argentina	GT ALL TERRA & Design	1,868,139	12	Pending	
Argentina	GT ALL TERRA & Design	1,868,140	25	Pending	
Austria	GT ALL TERRA & Design	140,409	12	2-19-92	2-19-2002
Brazil	GT ALL TERRA & Design	817433040		4-25-95	4-25-2005
Brazil	GT ALL TERRA & Design	817433058	20, 25	Pending	
Brazil	ALL TERRAIN & Design	817650873	42	1-25-00	1-25-2010
Canada	GT ALL TERRA & Design	438,411		1-27-95	1-27-2010
Chile	GT ALL TERRA & Design	233,422	12	Pending	
Chile	GT ALL TERRA & Design	496,671	25	11-17-97	11-17-2007
Colombia	GT ALL TERRA & Design	17516	12	4-28-94	4-28-2004
Colombia	GT ALL TERRA & Design	195,499	16	3-19-97	3-19-2007
Colombia	GT ALL TERRA & Design	17517	25	4-28-94	4-28-2004
France	GT ALL TERRA & Design	1,651,360	12, 25	2-21-2001	2-21-2001
Italy	GT ALL TERRA & Design	00623551	12	6-14-94	5-17-2001
Japan	GT ALL TERRA & Design	2,694,728		9-30-94	9-30-2004
Mexico	GT ALL TERRA & Design	412,802		11-26-91	11-26-2001
Panama	GT ALL TERRA & Design	079,654	12	2-16-96	10-31-2005
Panama	GT ALL TERRA & Design	079,657	25	2-16-96	2-16-2006
Paraguay	GT ALL TERRA & Design	165,958	25	11-19-93	11-19-2003
Paraguay	GT ALL TERRA & Design	176,057	12	3-23-95	3-23-2005
Spain	GT ALL TERRA & Design	1,703,941	12	5-04-95	5-27-2002

Spain	GT ALL TERRA & Design	1,703,942	25	5-04-95	5-27-2002
Switzerland	GT ALL TERRA & Design	389,923	12	5-14-91	5-14-2011
United Kingdom	GT ALL TERRA & Design	1,464,384	12	5-16-91	5-16-2008
Venezuela	GT ALL TERRA & Design	323-93	12	Pending	
Venezuela	GT ALL TERRA & Design	324-93	25	Pending	
Denmark	GT	VR041321997	12	10-03-97	10-03-2007
European Community	GT	1036300		7-12-00	1-7-2009
European Community	GT (Stylized)	000534065		7-31-00	5-13-2007
Australia	GT BMX & Design	A403,140	12	9-13-83	2-02-2005
Australia	GT BMX & Design	A403,139	25	9-13-83	2-02-2005
Australia	GT BMX	A396,851	25	12-15-86	9-13-2006
Australia	GT BMX	A396,852	12	12-15-86	9-13-2004
Benelux	GT BMX & Design	395,632		1-17-84	1-17-2004
Canada	GT BMX & Design	322,523		1-09-87	1-09-2002
Colombia	GT BMX & Design	219904	12	2-25-99	2-25-2009
Colombia	GT BMX & Design	187480	16	3-26-96	3-26-2006
France	GT BMX & Design	1,260,257		2-03-93	2-09-2004
Germany	GT BMX & Design	1087401		2-09-94	2-09-2004
Germany	GT BMX & Design	39406583		12-14-94	12-14-2004
Italy	GT BMX	715,252		8-01-85	8-01-2005
Japan	GT & Design	2,694,727		9-30-94	9-30-2004
Mexico	GT & Design	412,801		11-26-91	10-26-2001
South Africa	GT BMX & Design	84/0351	12	1-18-84	1-18-2004
Spain	GT BMX & Design	1,111,359		5-05-88	7-3-2005
Switzerland	GT BMX	344,157		8-20-85	8-20-2005
United Kingdom	GT BMX	B1211971	12	3-26-86	1-27-2005
Chile	GT BMX & Design	514616	12	1-19-96	6-15-2008
Chile	GT BICYCLES & Design	472019	25	11-18-96	11-18-2006
Denmark	GT BICYCLES & Design	VR04133 1997	12	10-03-97	10-03-2007
European Community	GT BICYCLES & Design	000534024		1-19-01	5-13-2007
Germany	GT BICYCLES & Design	39406581		12-14-94	12-14-2004
Panama	GT BICYCLES & Design	078072		10-31-95	10-31-2005
Mexico	GT BICYCLES & Design	412,804		5-8-92	10-26-2001
Canada	ALL GT TERRA	437,849		12-14-94	12-30-2009
Germany	ALL GT TERRA	39406582		12-30-94	12-14-2004
Australia	POWERLITE	710169	12, 16	6-05-96	6-5-2006
Canada	DYNO (Stylized)	391,880		12-20-91	12-20-2006
Canada	RITEWAY	413,295		6-11-93	6-11-2008
European Community	DYNO	1036987		12-18-00	1-7-2009
European Community	I-DRIVE	000926006		12-18-00	1-7-2009
European Community	BE THE ENGINE	000562520		Pending	
Colombia	AUBURN	178718	16	12-27-94	6-16-2005
Colombia	AUBURN	178719	12	12-28-94	6-16-2005
Colombia	DYNO	94,058,554	12	Pending	
Colombia	DYNO	94,058,692	16	Pending	
Colombia	POWERLITE	183224	12	11-24-95	11-24-2005
Colombia	POWERLITE	178720	16	6-16-95	6-16-2005
France	AVALANCHE	1,649,501	12, 25	3-12-91	3-12-2001
France	D & DYNO (Stylized)	1,647,824	12, 25	3-04-91	3-04-2001
France	DYNO (Stylized)	1,647,825	12, 25	3-04-91	3-04-2001
France	KARAKORAM	1,649,507	12, 25	3-12-91	3-12-2001
France	OUTPOST	1,649,506	12, 25	3-12-91	3-12-2001
France	ROBINSON	1,647,826	12, 25	3-04-91	3-04-2001
France	TIMBERLINE	1,649,505	12, 25	3-12-91	3-12-2001
France	XIZANG	1,649,504	12, 25	3-12-91	3-12-2001
France	ZASKAR	1,649,508	12, 25	3-12-91	3-12-2001

Japan	POWERLITE & Design	4009391	12	6-06-97	6-06-2007
Mexico	DYNO	412,803		11-26-91	11-26-2001
Mexico	POWERLITE & Design	451,425	12	5-17-93	5-17-2003
Mexico	RITEWAY	400,198		8-31-90	8-31-2000
Mexico	ROBINSON & Design	451,426		5-17-93	5-17-2003

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