

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM476368

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMORGAN CHASE BANK, N.A.		06/01/2018	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	ICON HEALTH & FITNESS, INC.		
Street Address:	1500 SOUTH 1000 WEST		
City:	LOGAN		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: DELAWARE		
Name:	HF HOLDINGS, INC.		
Street Address:	1500 SOUTH 1000 WEST		
City:	LOGAN		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: DELAWARE		
Name:	UNIVERSAL TECHNICAL SERVICES		
Street Address:	1500 SOUTH 1000 WEST		
City:	LOGAN		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: UTAH		
Name:	ICON IP, INC.		
Street Address:	1500 SOUTH 1000 WEST		
City:	LOGAN		
State/Country:	UTAH		
Postal Code:	84321		
Entity Type:	Corporation: DELAWARE		
Name:	FREE MOTION FITNESS, INC.		
Street Address:	1500 SOUTH 1000 WEST		
City:	LOGAN		

CH \$190.00 3999473

State/Country:	UTAH
Postal Code:	84321
Entity Type:	Corporation: UTAH
Name:	ICON-ALTRA LLC
Street Address:	1500 SOUTH 1000 WEST
City:	LOGAN
State/Country:	UTAH
Postal Code:	84321
Entity Type:	Limited Liability Company: UTAH

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	3999473	ALTRA
Registration Number:	4134272	ALTRA
Registration Number:	4145507	ALTRA
Registration Number:	5351204	
Registration Number:	5233713	ALTRA IQ
Serial Number:	85894512	ZERO LIMITS
Serial Number:	85642991	ZERO LIMIT

CORRESPONDENCE DATA

Fax Number: 2124552502
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.
Phone: (212) 455-3222
Email: ksolomon@stblaw.com
Correspondent Name: ALEXANDER RAYTMAN, ESQ.
Address Line 1: SIMPSON THACHER & BARTLETT LLP
Address Line 2: 425 LEXINGTON AVENUE
Address Line 4: NEW YORK, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/1986
NAME OF SUBMITTER:	ALEXANDER RAYTMAN
SIGNATURE:	/AR/
DATE SIGNED:	06/01/2018

Total Attachments: 4

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**RELEASE OF
SECURITY INTEREST IN TRADEMARK RIGHTS**

This RELEASE dated as of June 1, 2018 (this “Release”), from JPMORGAN CHASE BANK, N.A., as Administrative Agent (the “Administrative Agent”), for the several banks and other financial institutions (the “Lenders”), parties to the Credit Agreement, dated as of August 3, 2016 (as may be modified and supplemented and in effect from time to time, the “Credit Agreement”), among ICON Health & Fitness, Inc., HF Holdings, Inc., each of the other grantors party thereto, and the Administrative Agent, in favor of ICON HEALTH & FITNESS, INC., HF HOLDINGS, INC., UNIVERSAL TECHNICAL SERVICES, ICON IP, INC., FREE MOTION FITNESS, INC. and ICON – ALTRA LLC (collectively, the “Grantors”).

WITNESSETH:

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of August 3, 2016, in favor of the Administrative Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the “Collateral Agreement”), Grantors granted a security interest to the Administrative Agent in certain collateral, including Trademark Collateral;

WHEREAS, pursuant to that certain Trademark Security Agreement dated as of August 3, 2016, among the Administrative Agent and Grantors (the “Trademark Security Agreement”), Grantors, by reference to the Security Agreement, reaffirmed its intent to grant the security interest to the Administrative Agent specifically in that certain Trademark Collateral;

WHEREAS, the Trademark Security Agreement was recorded by the United States Patent and Trademark Office (the “USPTO”) on August 12, 2016 at Reel 5854 and Frame 0723; and

WHEREAS, the Administrative Agent now desires to release its security interest in those Trademarks owned by ICON – ALTRA LLC (including, without limitation, those Trademarks set forth on Schedule 1 hereto) (the “Released Collateral”);

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Release, the Administrative Agent hereby states as follows:

1. Definitions. Capitalized terms used in this Release and not otherwise defined herein have the meanings specified in the Trademark Security Agreement.
2. Release of Security Interest. The Administrative Agent, for the benefit of the Secured Parties, hereby releases, terminates, cancels and discharges all of its security interest in the Released Collateral, and hereby re-assigns, conveys and transfers to the Grantors any right, title and interest that the Administrative Agent may have in the Released Collateral.
3. Reservation of Rights. For clarity, the Administrative Agent’s security interest in and to all Collateral (as defined in the Collateral Agreement; including all other Trademark Collateral listed on Schedule I to Trademark Security Agreement) other than the Released Collateral shall remain in full force and effect.
4. Further Assurances. The Administrative Agent agrees to take all further actions, and provide to the Grantors and their 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 Grantors, at the Grantors’ sole cost and expense, to more fully and effectively effectuate the purposes of this Release.
5. Authorization to File. The Administrative Agent authorizes and requests that the USPTO note and record the existence of the release hereby given.

IN WITNESS WHEREOF, the undersigned has executed this Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: 

Name:

Anthony C. Nielson

Title:

Executive Director

[Signature Page to Release of Trademarks]

TRADEMARK
REEL: 006341 FRAME: 0021

SCHEDULE 1

Trademark Registrations and Applications

<u>Jurisdiction</u>	<u>Trademark</u>	<u>Registration No</u>	<u>Application No</u>
U.S.	ALTRA	3999473	85044289
U.S.	ALTRA	4134272	85295559
U.S.	ALTRA	4145507	85341496
U.S.	(design only)	5351204	86923870
U.S.	ALTRA IQ	5233713	87014435
U.S.	ZERO LIMITS		85894512
U.S.	ZERO LIMITS	4779742	85642991
Andorra	ALTRA	33225	28568
Austria	ALTRA	279273	AM 1083/2014
Australia	ALTRA	1553879	1553879
Azerbaijan	ALTRA (& design)	20160443	201431049
Benelux	ALTRA	0956296	1289135
Belarus	ALTRA	57251	20141130
Brazil	ALTRA		840512414
Chile	ALTRA	1073941	1056210
China	ALTRA	13138128	13138128
China	ALTRA (& design)	18289816	18289816
China	ALTRA (& design)		18289817
Costa Rica	ALTRA	230090	2013003944
Croatia	ALTRA		Z20140697A
Czech Republic	ALTRA	346626	0-513636
Germany	ALTRA	302014049889	302014049889.8
Denmark	ALTRA	VR 2014 01566	VA 2014 01157
Ecuador	ALTRA	7212014	201339820
Spain	ALTRA	3510182	3510182
France	ALTRA	144141332	144141332

<u>Jurisdiction</u>	<u>Trademark</u>	<u>Registration No</u>	<u>Application No</u>
United Kingdom	ALTRA (& design)	3055598	3055598
Georgia	ALTRA	M26363	77031/3
Guatemala	ALTRA	195401	2013-03915
Hong Kong	ALTRA	302671786	302671786
Hungary	ALTRA	215711	M1401519
Ireland	ALTRA	252464	201400861
Italy	ALTRA	RM2014C002907	302014902259700
Japan	ALTRA (& design)	5884738	2015-052886
Korea	ALTRA	401056662	7020140000125
Korea	ALTRA	401056662	4020130027933
Malaysia	ALTRA	09050213	09050213
Malaysia	ALTRA	2013006070	2013006070
Mexico	ALTRA		1368974
Norway	ALTRA	277336	201405427
New Zealand	ALTRA	976352	976352
Philippines	ALTRA	4201300004925	4201300004925
Poland	ALTRA	285681	Z-428374
Poland	ALTRA	287363	Z-454971
Portugal	ALTRA	530321	530321
Russia	ALTRA	547188	2014715188
Singapore	ALTRA	T1306896G	T1306896G
Sweden	ALTRA	520708	2014/03306
Switzerland	ALTRA	658594	55514/2014
Turkey	ALTRA	201439119	2014/39119
Taiwan	ALTRA	01612091	102024890
Ukraine	ALTRA	203411	m201406367
Venezuela	ALTRA	P339756	2013011319
South Africa	ALTRA	201311298	201311298