




SPINNING® TRADEMARK USAGE

The Spin®, Spinner®, Spinning®, Spin Fitness®, Spin Pilates®, Spin Yoga®, SPINPower® and the Spinning logo  trademarks are important business assets to Mad Dogg Athletics, Inc. and should be treated with care and respect. We rely on our trademarks to identify our products, services, activities and programs to distinguish them from those of our competitors. As the creator and worldwide leader in indoor cycling classes, equipment, clothing and accessories, we take tremendous pride in our products and programs.

If a company's trademark becomes generic, anyone can use it without fear of a claim of trademark infringement from the trademark owner. Loss of a trademark not only denies consumers the opportunity to identify an original, quality product developed with years of experience for repeat satisfactory purchases, it also destroys the owner's investment in a valuable asset.

We respectfully ask you to support our efforts to enforce the Spin®, Spinner®, Spinning®, Spin Fitness®, Spin Pilates®, Spin Yoga®, SPINPower® and the Spinning logo  trademarks (collectively referred to as the "SPIN® Family of Marks") and take the steps necessary to use them properly. If you have any questions concerning the proper use of the SPIN® Family of Marks, please contact us at info@spinning.com for North America, South America and Asia Pacific, and at infoeurope@spinning.com for Europe, the Middle East and Africa.

THE SPIN® FAMILY OF MARKS

Spin®, Spinner®, Spinning®, Spin Fitness®, Spin Pilates®, Spin Yoga®, SPINPower® and the Spinning logo  are registered trademarks that are owned by Mad Dogg Athletics, Inc., a California corporation.

WHAT IS SPINNING® AND WHAT IS A SPINNER®?

The words Spinning® and Spinner® are terms that were originally coined by the founders of Mad Dogg Athletics to identify our particular brand of indoor cycling instruction and patented model of stationary exercise bikes.

The Spinning® program is a comprehensive indoor cycling program that includes features that take advantage of the patented Spinner® stationary bike, heart rate training, motivational materials and exercise sets directed at various fitness goals. Most importantly, Spinning® is the brand name of our particular indoor cycling program and should not be used to refer to any stationary exercise bicycle activity or program other than Mad Dogg Athletics' program or indoor cycling bike.

THE SPIN® FAMILY OF MARKS IS REGISTERED FOR THE FOLLOWING USES:

In addition to our indoor cycling program and indoor cycling bike, we also use and own trademark rights in the trademark Spinning® for sports instruction, health education, rental of health equipment, pre-recorded audio and video materials, digital applications, clothing, exercise equipment and fitness facilities. Additionally, we own the trademarks Spin®, Spin Fitness®, Spinervals®, Spin Yoga® and SpinGym® for exercise instruction, equipment and other indoor cycling products and accessories. Our commercial bikes are registered as follows: Spinner PRO®, Spinner NXT®, PRO™ Power, NXT™ Power, Chrono®, Chrono® Studio Connect™, Spinner PRO® Studio Connect™, Spinner NXT® Studio Connect™.

WHAT IS THE PURPOSE OF THE SPIN® FAMILY OF MARKS?

Trademark offices around the world provide our company with additional legal means for protecting consumers, licensees, distributors and our company from imitation or counterfeit products and programs. These rights include the exclusive right to use our trademarks in the countries they are registered as the primary

method to identify our goods, services and programs.

Proper use of the trademarks serves to distinguish Spinning® products and services from the products and services of other companies and helps prevent damage to our trademarks. To help prevent the misuse of our trademarks, Mad Dogg Athletics sets forth various guidelines to assist you in the proper use of the SPIN® Family of Marks.

Proper trademark use identifies a particular brand of a product or service and is not the name or description of a general good, product. Accordingly, it is important to use the trademarks together with the common name or description of the product or service.

For example, it would be proper to say or use "the Spinning® indoor cycling program" and "the Spinner® indoor cycling bike". Using the trademarks properly clearly informs the public that they are purchasing the authentic goods or services of the Spinning® brand, and not from any other person or business.

WHO MAY USE THE SPIN® FAMILY OF MARKS?

Authorized dealers, Official Spinning® Facilities and any company or person licensed by Mad Dogg Athletics, Inc. have the right to promote and use the SPIN® Family of Marks so long as such activity, program or advertising follows the method of use outlined in this guide.

We ask that our dealers or licensees contact us immediately if they become aware of any unauthorized or improper use of the SPIN® Family of Marks.

THE SPIN® FAMILY OF MARKS SHOULD BE USED IN THE FOLLOWING WAYS:

- » "Spinning®" refers to the program, indoor cycling bikes, classes, instructors and products.
- » "Spinner®" refers to specific models of Mad Dogg Athletics' indoor bikes.
- » "Spin®" refers to Mad Dogg Athletics' indoor bikes, classes, instructors, products and membership program.
- » The letter "S" for each mark in the SPIN® Family of Marks is always capitalized (e.g., "Spin®", "Spinner®" and "Spinning®").
- » All of Mad Dogg Athletics' trademarks should be accompanied by a registered trademark symbol "®" in all headers, footers, logos and in the first appearance in the body of text on every new page.

THE SPIN® FAMILY OF MARKS SHOULD NOT BE USED IN ANY OF THE FOLLOWING WAYS:

- » With the letter "S" not capitalized (e.g., "spin", "spinner" or "spinning").
- » Misspelled (e.g., "spyn" or "spinnerz").
- » As a verb or improper noun (e.g., "Come spin with us" or "Get spinning").
- » As part of a trade name (e.g., "The New York Spinning Center").
- » As a generic term (e.g., as a name for an indoor cycling program, bike, activity or other products).
- » To advertise bikes, programs or products that are not affiliated with Mad Dogg Athletics, Inc.

SPINNING® TRADEMARK USAGE

USE OF THE SPINNING LOGO 𐄂®

The Spinning logo 𐄂® and wordmark was designed to designate products and services developed by Mad Dogg Athletics, Inc. and may be used by licensees in its exact form to advertise and promote Mad Dogg Athletics' indoor cycling products and services. Under no circumstances may the Spinning logo 𐄂® be used without Mad Dogg Athletics' express written consent to manufacture

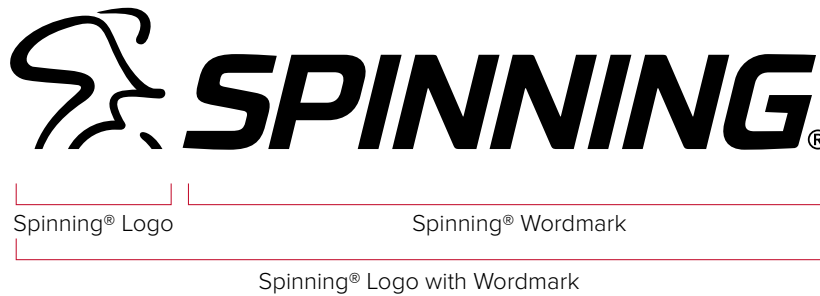
and sell products such as exercise equipment, fitness education, clothing, accessories or any other merchandise.

The correct format of the Spinning logo 𐄂® and wordmark is indicated in the area below. The logo and wordmark are not to be used in any form that varies from the samples below and must not be used in combination with any other trade name or logo.

PRIMARY LOGO



COMPOSITE LOGO



SECONDARY LOGOS



Stacked



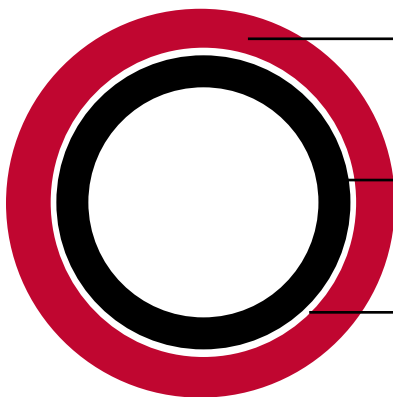
Spinning® Wordmark



Badge

COLORS

To maintain a strong identity for the Spinning® program, it is necessary to employ a consistent color palette. Use these primary and secondary colors in all materials.



Spinning® Red
PMS 200C
C18 M100 Y82 K8
R196 G18 B46
HEX #C4122E

Black
C0 M0 Y0 K100
R0 G0 B0
HEX #000000

White
C0 M0 Y0 K0
R255 G255 B255
HEX #FFFFFF

FONTS

- » For body text, the font family Proxima Nova should always be used. As a general guideline, body text should be Proxima Nova Light and headings should be **Proxima Nova Semibold**.
- » The Spinning® wordmark is font **RBN93.1**.
- » For the web, when Proxima Nova is not installed on the server, please use **Arial** for all body text and **Arial Bold** for titles if Proxima Nova is not available as a web font.

SIZE

- » For print, the logo must be at least 0.75 in (1.91 cm) wide. The wordmark should be never be below 1.25 in (3.175 cm) in width.
- » For the web, the logo must be at least 60 pixels across, and the 𐄂® wordmark must be at least 80 pixels across.
- » The logo must not be crowded. A clear space must surround the logo and watermark on all four sides.
- » Maintain the proportions and positioning of the Spinning logo 𐄂® and watermark according to the example above.

If you have any questions regarding the use of the Spinning logo 𐄂®, please contact us at info@spinning.com for North America, South America and Asia Pacific, and at infoeurope@spinning.com for Europe, the Middle East and Africa.