FORM PTO-1594 (Modified) (Rev. 6-93) OMB No. 0651-0011 (exp.4/94) Copyright 1994-97 LegalStar

## 12-30-1998



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	58302 riease record the attached original documents or copy thereof.		
1. Name of conveying party(les).  Town Sports International, Inc.	Name and address of receiving party(ies):     Name: TSI Holdings (IP), Inc.		
☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☑ Corporation-State New York ☐ Other Additional names(s) of conveying party(ies) attached? ☐ Yes ☒ No	Internal Address:  Street Address: 888 Seventh Avenue  City: New York State: NY ZIP: 10106  Individual(s) citizenship  Association  General Partnership		
3. Nature of conveyance: MED /2-/8-78   ☑ Assignment □ Merger □ Security Agreement □ Change of Name □ Other  Execution Date: December 10, 1998	□ Limited Partnership  ☑ Corporation-State Delaware  □ Other  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		
<ul><li>4. Application number(s) or registration numbers(s):</li><li>A. Trademark Application No.(s)</li><li>75/353,261</li></ul>	B. Trademark Registration No.(s)		
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:		
Name: Michael S. Shore, Legal Assistant Internal Address: Patterson, Belknap, Webb & Tyler LLP	7. Total fee (37 CFR 3.41):\$ \$40.00		
Street Address: 1133 Avenue of the Americas	Authorized to be charged to deposit account  8. Deposit account number:		
City: New York State: NY ZIP: 10036	16-0633		
уржуз <b>чед срприя <u>поороде</u>г <u>160673 78<b>353261 DO NOT U</b> </u></b>	JSE THIS SPACE		
of the original document.  Michael S. Shore  Name of Person Signing	December 16, 1998  Signature  Date  Date  Date		
, 5	TRADEMARK		

**REEL: 1840 FRAME: 0028** 

## ASSIGNMENT OF TRADEMARK/SERVICE MARK RIGHTS

WHEREAS Town Sports International, Inc., a New York corporation, with its principal place of business at 888 Seventh Avenue, New York, New York 10106 ("Assignor"), is the owner of all right, title and interest in and to the trademark "PSC & Design," Serial No. 75/353,261, filed on September 8, 1997 (hereinafter referred to as the "Mark");

WHEREAS TSI Holdings (IP), Inc., a Delaware corporation, with its principal place of business at 888 Seventh Avenue, New York, New York 10106 ("Assignee") is desirous of acquiring all rights, title and interest in and to the Mark and the registration or application associated with it, together with the goodwill of the business symbolized by the Mark and its respective registration or application;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee, its successors and assigns, the entire right, title and interest in and to the Mark together with the goodwill of the business symbolized by and associated with the Mark, and together with the right to sue for and recover damages for past infringement of the Mark and to stand in place of Assignor in all matters related thereto.

Effective as of December 10, 1998.

Town Sports International, Inc. a New York corporation

Bv:

Alexander Alimanestianu Executive Vice President

TRADEMARK
RECORDED: 12/18/1998 REEL: 1840 FRAME: 0029