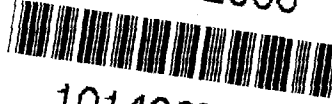


10-25-2000



REC- 101496773
TRADEMARKS

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

Submission Type

- New 10-13-00
- 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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name STREHLER, GABY

10 05 00

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization Switzerland

Receiving Party

Mark if additional names of receiving parties attached

Name Purefitness Holding Company, INC.

DBA/AKA/TA DBA, Pure Fitness

Composed of

Address (line 1) 1434 Fifth Avenue

Address (line 2)

Address (line 3) San Diego
City

CALIFORNIA
State/Country

92101-3201
Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization CALIFORNIA

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name N/A

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (619) 233-5337

Name MICHAEL LONDON

Address (line 1) 1434 Fifth Avenue

Address (line 2) SAN DIEGO, CA 92101-3201

Address (line 3)

Address (line 4)

Pages

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

3

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)

78007810

78007830

78008226

Number of Properties

Enter the total number of properties involved.

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 120.00

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.

GABY STREHLER

Name of Person Signing

[Signature]

Signature

10-05-00

Date Signed

ASSIGNMENT OF TRADEMARK APPLICATION

Whereas, I, GABY STREHLER, an individual, hereafter referred to as applicant, has committed a design creation and work product style for which an application for a United States Trademark was filed on May 12, 2000, Application Number 78/007830.

Whereas, PUREFITNESS HOLDING COMPANY, INC. herein referred to "assignee" whose post office address is 1434 Fifth Avenue, San Diego, California, 92101-3201, is desirous of acquiring the entire right, title and interest in the same;

Now, therefore, in consideration of the sum of five thousand dollars (\$5,000.00), the receipt whereof is acknowledged, and other good and valuable consideration, I, the applicant, by these presents do sell, assign and transfer unto said assignee the full and exclusive right to the said mark in the United States and the entire right, title and interest in and to any and all Trademarks which may be granted therefor in the United States, I hereby authorize and request the Commissioner of Patents and Trademarks to issue said United States Trademark to said assignee, of the entire right, title and interest in and to the same, for its sole use and behoof; and for the use and behoof of its legal representatives, to the full end of the term for which said Trademark may be granted, as fully and entirely as the same would have been held by me had this assignment and sale not been made.

Executed this 5th day of October, 2000, at San Diego, California.

Gaby Strehler
GABY STREHLER

ACKNOWLEDGMENT

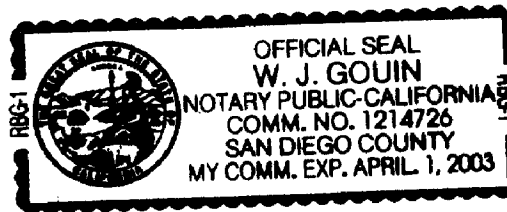
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN DIEGO)

On OCT - 5 2000, before me, W. J. Gouin, a Notary Public in and for said State, personally appeared Gaby Strehler, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s), or entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

W. J. Gouin
NOTARY PUBLIC IN AND FOR
SAID COUNTY AND STATE

My commission expires 4-1-2003.



ASSIGNMENT OF TRADEMARK APPLICATION

Whereas, I, GABY STREHLER, an individual, hereafter referred to as applicant, has committed a design creation and work product style for which an application for a United States Trademark was filed on May 15, 2000, Application Number 78/008226.

Whereas, PUREFITNESS HOLDING COMPANY, INC. herein referred to "assignee" whose post office address is 1434 Fifth Avenue, San Diego, California, 92101-3201, is desirous of acquiring the entire right, title and interest in the same;

Now, therefore, in consideration of the sum of five thousand dollars (\$5,000.00), the receipt whereof is acknowledged, and other good and valuable consideration, I, the applicant, by these presents do sell, assign and transfer unto said assignee the full and exclusive right to the said mark in the United States and the entire right, title and interest in and to any and all Trademarks which may be granted therefor in the United States, I hereby authorize and request the Commissioner of Patents and Trademarks to issue said United States Trademark to said assignee, of the entire right, title and interest in and to the same, for its sole use and behoof; and for the use and behoof of its legal representatives, to the full end of the term for which said Trademark may be granted, as fully and entirely as the same would have been held by me had this assignment and sale not been made.

Executed this 5th day of October, 2000, at San Diego, California.

Gaby Strehler
GABY STREHLER

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
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WITNESS my hand and official seal.

W. J. Gouin

NOTARY PUBLIC IN AND FOR SAID COUNTY AND STATE

My commission expires 4-1-2003

