

07-24-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): FITNESS PARADIGMS, LLC 7-18-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
XX Other limited liability company (Illinois)
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Spri Products, Inc.
Internal Attention: Stephen Block, Pres.
Address:
Street Address: 1600 Northwind Blvd.
City: Libertyville State: IL Zip: 60048
Individual(s) citizenship
Association
General Partnership
Limited Partnership
XX Corporation-State Illinois
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

3. Nature of conveyance:
XX Assignment Merger
Security Agreement Change of Name
Other
Execution Date: July 9, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/690909, 75/690908, and 75/712084
B. Trademark Registration No.(s)
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Melissa A. Vallone, Esq.
Internal Address: BARNES & THORNBURG
Street Address: 10 South LaSalle St. 2600 Chase Plaza
City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41) \$ 90.00
XX Enclosed for \$90.00
XX Authorized to be charged to deposit account if additional funds are required
8. Deposit account number: 10-0435 (Attorney Reference: 28022-100)

DO NOT USE THIS SPACE

9. Signature.
Melissa A. Vallone
Name of Person Signing Signature Date
7/18/02
Total number of pages including cover sheet, attachments, and document: 2

07/23/2002 DBYRME 00000052 75690909
40.00
50.00

documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 2547 FRAME: 0781

**ASSIGNMENT**

THIS AGREEMENT is made by and between SPRI PRODUCTS, INC., an Illinois corporation, with its principal place of business at 1600 Northwind Blvd., Libertyville, IL 60048 ("Assignee"), and FITNESS PARADIGMS, L.L.C., a limited liability company of Illinois, with its principal place of business at 1600 Northwind Blvd., Libertyville, IL 60048.

WHEREAS, Assignor owns rights to the following Marks in connection with the following services, and has applied to register the Marks on the Principal Register of the United States Patent and Trademark Office based on Assignor's *bona fide* intent to use the Marks in commerce in connection with the services:

Serial No.	Filing Date	Mark	Goods/Services
75690909	April 26, 1999	FLEX DON'T STRETCH	Health care services in the field of physical fitness consultation, exercise and rehabilitation of injuries.
75690908	April 26, 1999	DO IT RIGHT	Health care services in the fields of exercise and rehabilitation of injuries; physical fitness consultation; physical fitness instruction.
75712084	May 18, 1999	LIVING YOUNGER LONGER	Physical rehabilitation; and physical fitness consultation; physical fitness instruction.

WHEREAS, Assignee desires to acquire the business of Assignor in connection with which Assignor has a bona fide intent to use the Marks and the pending Applications.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks and the pending Applications therefor, together with that portion of Assignor's business in connection with which it has a bona fide intent to use the Marks.

This Agreement shall be binding upon the parties, their successors, administrators, heirs and assigns.

This Agreement constitutes the entire Agreement between the parties concerning the subject matter hereof and supersedes all prior and contemporaneous agreements, if any, between the parties relating to the subject matter hereof.

FITNESS PARADIGMS, INC.

By: [Signature]  
Name: THOMAS R. HOUSE  
Title: CO OWNER

Dated: 7.9.02

CHDS01 MAV 135764

SPRI PRODUCTS, INC.

By: [Signature]  
Name: STEPHEN J. BLACK  
Title: MANAGER

Dated: 7/8/02